

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

)

) Chapter 11

)

BOUCHARD TRANSPORTATION CO., INC., *et al.*,¹

)

) Case No. 20-34682 (DRJ)

)

Debtors.

)

) (Jointly Administered)

)

**FEE STATEMENT OF KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO THE DEBTORS AND
DEBTORS IN POSSESSION FOR THE PERIOD FROM NOVEMBER 1, 2020
THROUGH NOVEMBER 30, 2020**

| | | |
|---|---|-------------------|
| Name of Applicant | Kirkland & Ellis LLP and Kirkland & Ellis International LLP | |
| Applicant’s Role in Case: | Attorneys to the Debtors-in-Possession | |
| Date Order of Employment Signed: | November 23, 2020 [Docket No. 242] | |
| | Beginning of Period | End of Period |
| Time Period Covered by this Statement: | November 1, 2020 | November 30, 2020 |
| Summary of Total Fees and Expenses Requested: | | |
| Total Fees Requested in this Statement: | \$827,522.00 (80% of \$1,034,402.50) | |
| Total Expenses Requested in this Statement: | \$68,143.96 | |
| Total Fees and Expenses Requested in this Statement (inclusive of holdback amount): | \$1,102,546.46 | |
| Summary of Attorneys Fees Requested: | | |
| Total Attorneys Fees Requested in this Statement: | \$1,026,581.50 | |
| Total Actual Attorney Hours Covered by this Statement: | 1,110.50 | |
| Average Hourly Rate for Attorneys: | \$924.43 | |

¹ Due to the large number of Debtors in these chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.stretto.com/bouchard>. The location of the Debtors' service address is: 58 South Service Road, Suite 150, Melville, New York 11747.

| | |
|---|--|
| Name of Applicant | Kirkland & Ellis LLP and Kirkland & Ellis International LLP |
| Summary of Paraprofessional Fees Requested: | |
| Total Paraprofessional Fees Requested in this Statement: | \$7,821.00 |
| Total Actual Paraprofessional Hours Covered by this Statement: | 20.10 |
| Average Hourly Rate for Paraprofessional: | \$389.10 |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

| | | |
|---|---|-------------------------|
| In re: |) | |
| |) | Chapter 11 |
| |) | |
| BOUCHARD TRANSPORTATION CO., INC., <i>et al.</i> , ² |) | Case No. 20-34682 (DRJ) |
| |) | |
| Debtors. |) | (Jointly Administered) |
| |) | |

**FEE STATEMENT OF KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO THE DEBTORS AND
DEBTORS IN POSSESSION FOR THE PERIOD FROM NOVEMBER 1, 2020
THROUGH NOVEMBER 30, 2020**

Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of September 28, 2020* [Docket No. 242], the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 241] (the “Interim Compensation Order”), the law firm of Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), attorneys for Bouchard Transportation Co., Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), hereby files this monthly fee statement (this “Monthly Fee Statement”) for (i) compensation in the amount of \$827,522.00 for the reasonable and necessary

² Due to the large number of Debtors in these chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.stretto.com/bouchard>. The location of the Debtors’ service address is: 58 South Service Road, Suite 150, Melville, New York 11747.

legal services K&E rendered to the Debtors from November 1, 2020, through and including November 30, 2020 (the “Fee Period”) (80% of \$1,034,402.50) and (ii) reimbursement for the actual and necessary expenses that K&E incurred, in the amount of \$68,143.96 during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. In support this Monthly Fee Statement, attached are the following exhibits:
 - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$1,034,402.50 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, K&E seeks reimbursement for 80% of such fees (\$827,522.00 in the aggregate).
 - **Exhibit B** is a schedule providing certain information regarding the K&E attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals of K&E have expended a total of 1,130.60 hours in connection with these chapter 11 cases during the Fee Period.
 - **Exhibit C** is a schedule for the Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which K&E is seeking reimbursement in this Monthly Fee Statement. All of these disbursements comprise the requested sum for K&E’s out-of-pocket expenses.
 - **Exhibit D** consists of K&E’s records of fees and expenses incurred during the Fee Period in the rendition of the professional services to the Debtors and their estates.

Representations

2. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. K&E reserves the right to make further application to this Court for allowance of such fees and expenses not included herein.

Subsequent Monthly Fee Statements will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, Bankruptcy Local Rules, and the Interim Compensation Order.

WHEREFORE, K&E requests allowance of its fees and expenses incurred during the Fee Period in the total amount of \$1,102,546.46 consisting of (i) \$827,522.00, which is 80% of the fees incurred by the Debtors for reasonable and necessary professional services rendered by K&E; and (ii) \$68,143.96 for actual and necessary costs and expenses, and that such fees and expense be paid as administrative expenses of the Debtors' estates.

Houston, Texas
January 13, 2021

/s/ Matthew D. Cavanaugh

JACKSON WALKER L.L.P.

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Genevieve M. Graham (TX Bar No. 24085340)
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*Co-Counsel to the Debtors
and Debtors in Possession*

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Ryan Blaine Bennett, P.C. (admitted *pro hac vice*)
W. Benjamin Winger (admitted *pro hac vice*)
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: ryan.bennett@kirkland.com
benjamin.winger@kirkland.com

*Co-Counsel to the Debtors
and Debtors in Possession*

Exhibit A**Summary of Legal Fees and Expenses for the Fee Period**

| Matter Number | Matter Description | Total Billed Hours | Total Fees Requested | Total Expenses Requested | Total Compensation |
|----------------------|--|---------------------------|-----------------------------|---------------------------------|---------------------------|
| 3 | Adversary Proceedings & Contested Matter | 182.70 | \$144,117.50 | \$0.00 | \$144,117.50 |
| 4 | Asset Analysis / Recovery | 35.80 | \$47,886.00 | \$0.00 | \$47,886.00 |
| 5 | Automatic Stay | 139.50 | \$109,930.00 | \$0.00 | \$109,930.00 |
| 6 | Business Operations | 50.90 | \$57,692.00 | \$0.00 | \$57,692.00 |
| 7 | Case Administration | 32.80 | \$23,201.00 | \$0.00 | \$23,201.00 |
| 8 | Claims Analysis and Objections | 34.00 | \$26,632.00 | \$0.00 | \$26,632.00 |
| 10 | Creditor and Stakeholder Issues | 8.60 | \$7,129.00 | \$0.00 | \$7,129.00 |
| 12 | DIP Financing / Cash Collat./ Cash Mgmt. | 295.50 | \$327,193.00 | \$0.00 | \$327,193.00 |
| 13 | Disclosure Statement, Plan, Confirmation | 104.60 | \$78,335.00 | \$0.00 | \$78,335.00 |
| 14 | Employee Issues | 3.70 | \$3,738.50 | \$0.00 | \$3,738.50 |
| 15 | Executory Contracts, Unexpired Leases | 15.90 | \$13,319.00 | \$0.00 | \$13,319.00 |
| 16 | Fee and Employment Applications / Objec. | 75.50 | \$57,945.00 | \$0.00 | \$57,945.00 |
| 17 | Hearings | 33.20 | \$30,947.50 | \$0.00 | \$30,947.50 |
| 18 | Insurance | 9.50 | \$10,903.00 | \$0.00 | \$10,903.00 |
| 21 | Schedules / SOFA | 33.30 | \$24,158.00 | \$0.00 | \$24,158.00 |
| 23 | U.S. Trustee Issues | 13.60 | \$14,879.00 | \$0.00 | \$14,879.00 |
| 24 | Use / Sale / Lease of Property | 60.30 | \$54,672.00 | \$0.00 | \$54,672.00 |
| 26 | Vendor and Supplier Issues | 1.20 | \$1,725.00 | \$0.00 | \$1,725.00 |
| 27 | Expenses | 0.00 | \$0.00 | \$68,143.96 | \$68,143.96 |
| Total | | 1,130.60 | \$1,034,402.50 | \$68,143.96 | \$1,102,546.46 |

Exhibit B**Summary of Hours Billed by K&E Attorneys and Paraprofessionals for the Fee Period**

| Professional Person | Position with the Applicant | Year Admitted | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|----------------------------|-----------------------------|---------------|--------------------------|---------------------|--------------------|-----------------------|
| Nick Argentieri | Associate | Pending | Restructuring | \$610.00 | 81.00 | \$49,410.00 |
| Lauren Collins | Associate | Pending | Restructuring | \$610.00 | 98.80 | \$60,268.00 |
| Debbie A. Farmer | Associate | 2019 | Restructuring | \$740.00 | 82.00 | \$60,680.00 |
| Rob Jacobson | Associate | 2019 | Restructuring | \$740.00 | 130.40 | \$96,496.00 |
| Grant Jones | Associate | 2018 | Litigation - General | \$835.00 | 20.30 | \$16,950.50 |
| Alex McCammon | Associate | 2018 | Restructuring | \$965.00 | 136.00 | \$131,240.00 |
| Graham M. Owen | Associate | 2015 | Corporate - Debt Finance | \$610.00 | 58.70 | \$35,807.00 |
| Yusuf Salloum | Associate | 2018 | Restructuring | \$965.00 | 64.30 | \$62,049.50 |
| Nikki Sauer | Associate | Pending | Restructuring | \$740.00 | 124.50 | \$92,130.00 |
| Roxanne A. Walton | Associate | 2016 | Corporate - Debt Finance | \$1,085.00 | 60.50 | \$65,642.50 |
| Ryan Blaine Bennett, P.C. | Partner | 2000 | Restructuring | \$1,595.00 | 125.10 | \$199,534.50 |
| Mary Kogut Brawley, P.C. | Partner | 2010 | Corporate - Debt Finance | \$1,325.00 | 32.10 | \$42,532.50 |
| Susan D. Golden | Partner | 1988 | Restructuring | \$1,175.00 | 2.80 | \$3,290.00 |
| Jordan Roberts | Partner | 2013 | Corporate - Debt Finance | \$1,135.00 | 20.60 | \$23,381.00 |
| Anna G. Rotman, P.C. | Partner | 2004 | Litigation - General | \$1,425.00 | 3.70 | \$5,272.50 |
| W. Benjamin Winger | Partner | 2010 | Restructuring | \$1,175.00 | 69.70 | \$81,897.50 |
| Total for Attorneys | | | | | 1,110.50 | \$1,026,581.50 |

| Paraprofessional Person | Position with the Applicant | Year Admitted | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|-------------------------------------|-----------------------------|---------------|--------------------------|---------------------|--------------------|-----------------------|
| Joanna Aybar | Paralegal | N/A | Restructuring | \$340.00 | 8.90 | \$3,026.00 |
| Henry Rosas | Paralegal | N/A | Corporate - Debt Finance | \$445.00 | 2.50 | \$1,112.50 |
| Laura Saal | Paralegal | N/A | Restructuring | \$445.00 | 6.00 | \$2,670.00 |
| Library Factual Research | Research Specialist | N/A | Administrative Services | \$375.00 | 2.70 | \$1,012.50 |
| Totals for Paraprofessionals | | | | | 20.10 | \$7,821.00 |
| Grand Total | | | | | 1,130.60 | \$1,034,402.50 |

Exhibit C**Summary of Expenses for the Fee Period**

| Expense Categories | Amount |
|-----------------------------------|--------------------|
| Third Party Telephone Charges | \$148.19 |
| Standard Copies or Prints | \$11.36 |
| Color Copies or Prints | \$90.75 |
| Outside Messenger Services | \$131.87 |
| Filing Fees | \$21,036.14 |
| Outside Retrieval Service | \$35,614.07 |
| Computer Database Research | \$934.00 |
| Westlaw Research | \$6,406.16 |
| LexisNexis Research | \$3,492.82 |
| Secretarial Overtime | \$0.00 |
| Document Services Overtime | \$0.00 |
| Computer Database Research - Soft | \$278.60 |
| Total | \$68,143.96 |

Exhibit D

Detailed Description of Fees, Expenses and Disbursements

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083405
Client Matter: 49618-3

In the Matter of Adversary Proceedings & Contested Matters

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 144,117.50

Total legal services rendered

\$ 144,117.50

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|----------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 9.10 | 610.00 | 5,551.00 |
| Joanna Aybar | 3.30 | 340.00 | 1,122.00 |
| Lauren Collins | 36.50 | 610.00 | 22,265.00 |
| Rob Jacobson | 28.60 | 740.00 | 21,164.00 |
| Grant Jones | 12.60 | 835.00 | 10,521.00 |
| Alex McCammon | 9.60 | 965.00 | 9,264.00 |
| Anna G. Rotman, P.C. | 1.70 | 1,425.00 | 2,422.50 |
| Laura Saal | 0.90 | 445.00 | 400.50 |
| Yusuf Salloum | 39.60 | 965.00 | 38,214.00 |
| Nikki Sauer | 33.90 | 740.00 | 25,086.00 |
| W. Benjamin Winger | 6.90 | 1,175.00 | 8,107.50 |
| TOTALS | 182.70 | | \$ 144,117.50 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|----------------------|---------------------|--|
| 11/01/20 | Lauren Collins | 4.00 | Draft turnover complaint re arrested vessels (3.8); correspond with R. Jacobson re same (.2). |
| 11/01/20 | Alex McCammon | 0.40 | Review precedent adversary proceeding complaints and correspond with R. Jacobson, L. Collins re same. |
| 11/02/20 | Joanna Aybar | 2.00 | Research, analyze orders appointing substitute custodians, orders issuing warrant of arrest and warrants of arrest in admiralty cases (1.7); correspond with A. McCammon re same (.3). |
| 11/02/20 | Lauren Collins | 6.00 | Draft turnover complaint re arrested vessels (3.2); research jurisdiction and venue matters re same (2.8). |
| 11/02/20 | Rob Jacobson | 4.00 | Review, revise and comment on complaint for turnover (2.4); research docket materials re same (.5); review, analyze docket materials and precedent re same (1.1). |
| 11/02/20 | Anna G. Rotman, P.C. | 0.30 | Analyze violations of automatic stay and potential next steps. |
| 11/03/20 | Lauren Collins | 3.50 | Draft complaint for turnover (2.0); research jurisdiction of admiralty courts re arrested vessels for A. McCammon (1.5). |
| 11/03/20 | Rob Jacobson | 4.80 | Correspond with L. Collins re jurisdiction research re admiralty matters (.3); review, analyze research re same (.6); review, revise turnover complaint (2.6); review, analyze docket materials re same (.9); correspond with L. Collins re same (.2); correspond with A. McCammon re same (.2). |
| 11/03/20 | Grant Jones | 2.70 | Telephone conference with S. Shah re turnover complaints (.2); telephone conference with A. Rotman re arrested vessels (.1); telephone conference with R. Jacobsen re release of vessels (.2); telephone conference with A. McCammon re alternatives (.3); research vacating arrests of vessels (1.9). |
| 11/03/20 | Alex McCammon | 0.50 | Correspond with R. Jacobson and L. Collins re adversary complaint. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|----------------|--------------|---|
| 11/04/20 | Joanna Aybar | 0.60 | Research orders appointing substitute custodians, orders issuing warrant of arrest and warrants of arrest in admiralty cases (.5); correspond with A. McCammon re same (.1). |
| 11/04/20 | Alex McCammon | 1.10 | Review, revise turnover complaint re arrested vessels. |
| 11/06/20 | Grant Jones | 2.50 | Research bankruptcy and admiralty jurisdictional matters (1.5); analyze and summarize research re same (1.0). |
| 11/09/20 | Lauren Collins | 4.80 | Research motion to show cause precedent (1.0); research complaint for temporary restraining order precedent (2.0); research definition of custodian under bankruptcy code (1.0); revise materials re same (.8). |
| 11/09/20 | Rob Jacobson | 10.00 | Review local rules re motion for order to show cause (.3); correspond with K&E team re motion for order to show cause (.4); review, analyze precedent re same (.4); review, analyze case law re jurisdiction issues re same (.5); telephone conference with A. McCammon re motion for order to show cause (.4); correspond with N. Argentieri, L. Collins re motion for order to show cause (.3); prepare for same (.2); correspond with Jackson Walker re motion for order to show cause (.2); draft turnover complaint (5.4); review declaration re same (.5); correspond with A. McCammon, K&E team re same (.5); review, analyze precedent re temporary restraining order (.5); correspond with N. Sauer, A. McCammon re same (.4). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|----------------------|--------------|---|
| 11/09/20 | Alex McCammon | 4.90 | Review research re orders to show cause (.5); correspond with R. Bennett, B. Winger re vessel arrests (.1); correspond with R. Jacobson, K&E team re same (.1); telephone conference with same re vessel arrests (.1); telephone conference with R. Jacobson re same (.3); correspond with J. Walsh, M. Chalos re vessel arrest background (.2); correspond with R. Bennett re complaint (.1); telephone conference with M. Chalos re arrest background (.3); telephone conference with R. Jacobson re complaint (.1); review precedents re same (.2); review and revise complaint (2.7); correspond with N. Sauer, R. Jacobson re same (.2). |
| 11/09/20 | Nikki Sauer | 7.20 | Draft argument re jurisdiction for turnover complaint (3.0); research, analyze precedent complaints and temporary restraining orders re same (.5); draft temporary restraining order re same (1.4); draft declaration in support of turnover complaint (2.2); correspond with R. Jacobson re orders to show cause re arrested vessel issue (.1). |
| 11/10/20 | Rob Jacobson | 4.00 | Review, revise turnover complaint (2.3); correspond with N. Sauer, A. McCammon re declaration and temporary restraining order (.4); review, revise turnover complaint re Jackson Walker comments re same (.5); review, revise turnover complaint re K&E team re same (.4); review declaration and temporary restraining order re same (.4). |
| 11/10/20 | Grant Jones | 2.30 | Review turnover complaint and request for temporary restraining order (.9); revise complaint (.7); revise declaration in support of complaint (.5); correspond with A. McCammon re turnover complaint (.2). |
| 11/10/20 | Alex McCammon | 1.00 | Revise turnover complaint (.5); revise declaration re same (.3); correspond with R. Jacobson re same (.2). |
| 11/10/20 | Anna G. Rotman, P.C. | 0.80 | Review materials re turnover and automatic stay complaint (.5); correspond with G. Jones re same (.3). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|--|
| 11/10/20 | Nikki Sauer | 2.50 | Review, revise temporary restraining order and declaration re potential vessel turnover action (1.9); correspond with K&E team re same (.2); correspond with K&E team re comments to same (.1); revise temporary restraining order and related declaration re same (.3). |
| 11/11/20 | Joanna Aybar | 0.70 | Draft removal extension motion (.6); correspond with N. Argentieri re same (.1). |
| 11/15/20 | Yusuf Salloum | 2.00 | Draft and revise response to DIP objection. |
| 11/16/20 | Laura Saal | 0.90 | Draft shell of DIP reply. |
| 11/16/20 | Yusuf Salloum | 1.70 | Review and revise reply to DIP objection. |
| 11/17/20 | Yusuf Salloum | 3.30 | Revise reply to objection to DIP (3.1); conference with A. McCammon re same (.2). |
| 11/18/20 | Lauren Collins | 8.60 | Research bankruptcy statutes re adversary proceeding (4.3); draft research summary re same (4.3). |
| 11/18/20 | Yusuf Salloum | 7.30 | Conference with B. Winger re classification dispute (.5); research same (3.2); review, analyze memorandum re same (3.3); conference with K&E team re same (.3). |
| 11/18/20 | Yusuf Salloum | 0.70 | Review and revise reply to objection to DIP. |
| 11/18/20 | Nikki Sauer | 6.90 | Telephone conference with Y. Salloum and R. Jacobson re ABS dispute (.2); research issues, legal arguments re same (5.7); draft summary of issues re same (.5); telephone conference with R. Jacobson, L. Collins and N. Argentieri re same (.5). |
| 11/18/20 | W. Benjamin Winger | 1.70 | Review, revise reply to DIP objection (1.1); research and analyze diligence materials, statutes and rules re same (.4); conferences with K&E team re same (.2). |
| 11/19/20 | Lauren Collins | 6.50 | Draft adversary pleading re classification dispute. |
| 11/19/20 | Yusuf Salloum | 4.10 | Research, analyze proceedings against agencies and maritime matters (3.1); review, revise research memorandum re same (1.0). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|-----------------|--------------|---|
| 11/19/20 | Nikki Sauer | 3.90 | Review, revise summary analysis of research re ABS dispute (.9); correspond with K&E team re same (.1); telephone conference with R. Jacobson, N. Argentieri and L. Collins re draft of complaint re same (.2); review, revise same (2.0); analyze law, federal regulations re same (.7). |
| 11/20/20 | Nick Argentieri | 5.70 | Research, analyze issues re preliminary statement for ABS motion (.8); review, revise same (4.9). |
| 11/20/20 | Lauren Collins | 1.70 | Research precedent for positive injunctive relief. |
| 11/20/20 | Yusuf Salloum | 4.60 | Review, revise complaint re safety audit dispute (2.5); research same (1.4); review declaration re same (.7). |
| 11/20/20 | Nikki Sauer | 1.10 | Correspond with K&E team re safety audit complaint (.1); draft brief and analyze issues re same (1.0). |
| 11/21/20 | Rob Jacobson | 4.00 | Draft declaration in support of complaint for temporary restraining order (3.4); review, analyze diligence materials re same (.5); correspond with Y. Salloum re same (.1). |
| 11/21/20 | Yusuf Salloum | 4.70 | Review, revise adversary pleadings re classification dispute (3.4); research same (1.3). |
| 11/21/20 | Nikki Sauer | 4.60 | Draft brief and legal arguments re safety audit complaint (3.1); analyze law and federal regulations re same (.5); review, revise preliminary statement re same (1.0). |
| 11/22/20 | Nick Argentieri | 1.30 | Research case law re safety audit complaint (.3); revise same (.8); correspond with N. Sauer, R. Jacobson and L. Collins re same (.2). |
| 11/22/20 | Lauren Collins | 1.40 | Review and revise motion re safety audit (.6); research precedent materials re same (.8). |
| 11/22/20 | Rob Jacobson | 1.20 | Review, revise declaration in support of complaint for temporary restraining order (1.0); correspond with Y. Salloum, K&E team re same (.2). |
| 11/22/20 | Yusuf Salloum | 4.50 | Review, revise complaint (1.3); review, revise declaration (.4); review, revise brief (1.1); research same (1.7). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|----------------------|--------------|--|
| 11/22/20 | Nikki Sauer | 3.60 | Correspond with K&E team re safety audit complaint (.2); research Administrative Procedures Act (.4); analyze, summarize issues and arguments re same (3.0). |
| 11/23/20 | Nikki Sauer | 2.90 | Revise brief re safety audit complaint (2.8); correspond with K&E team re same (.1). |
| 11/24/20 | Rob Jacobson | 0.60 | Review, analyze complaint and temporary restraining order re automatic stay and discriminatory treatment matters (.4); review statutes re same (.2). |
| 11/24/20 | Yusuf Salloum | 2.30 | Review, revise pleadings re classification. |
| 11/24/20 | Nikki Sauer | 0.30 | Correspond with K&E team re draft brief in support of potential adversarial complaint (.2); research law and issues re same (.1). |
| 11/25/20 | Nick Argentieri | 1.40 | Draft adversary proceedings timeline (.2); research same (1.2). |
| 11/25/20 | Grant Jones | 1.40 | Correspond with A. McCammon, A. Rotman re adversary proceedings timelines and related issues (.2); research, analyze case law re same (.7); research adversary proceedings timelines (.5). |
| 11/25/20 | Nikki Sauer | 0.50 | Correspond with N. Argentieri re adversary proceeding timeline (.2); analyze issues re same (.3). |
| 11/27/20 | Nick Argentieri | 0.70 | Revise removal extension motion (.6); correspond with B. Winger, A. McCammon and N. Sauer re same (.1). |
| 11/27/20 | Alex McCammon | 1.70 | Review and comment on removal extension motion. |
| 11/28/20 | Grant Jones | 2.00 | Research adversary proceedings timelines (1.5); draft illustrative timeline for Company (.5). |
| 11/28/20 | Yusuf Salloum | 1.00 | Review and revise DIP reply. |
| 11/29/20 | Grant Jones | 1.70 | Draft timeline and summary of adversary proceedings. |
| 11/29/20 | Yusuf Salloum | 1.40 | Review and revise DIP reply. |
| 11/29/20 | Nikki Sauer | 0.20 | Correspond with K&E team re adversary proceeding timeline and paths to emergence deck. |
| 11/30/20 | Anna G. Rotman, P.C. | 0.60 | Review and revise draft declaration re motion for sales process order (.2); review and revise draft DIP reply (.4). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Adversary Proceedings & Contested Matters

Invoice Number: 1010083405
 Matter Number: 49618-3

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|--------------------|---------------|---|
| 11/30/20 | Yusuf Salloum | 2.00 | Review, revise pleadings re classification. |
| 11/30/20 | Nikki Sauer | 0.20 | Correspond with G. Jones re adversary proceeding illustrative timeline. |
| 11/30/20 | W. Benjamin Winger | 5.20 | Review, revise DIP reply (3.9); research and analyze statutes, case law, rules, local rules, precedent and diligence materials re same (1.0); conferences with Y. Salloum, K&E team re same (.3). |
| Total | | 182.70 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083406
Client Matter: 49618-4

In the Matter of Asset Analysis / Recovery

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 47,886.00

Total legal services rendered

\$ 47,886.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Asset Analysis / Recovery

Invoice Number: 1010083406
Matter Number: 49618-4

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 6.50 | 610.00 | 3,965.00 |
| Ryan Blaine Bennett, P.C. | 25.80 | 1,595.00 | 41,151.00 |
| Alex McCammon | 0.80 | 965.00 | 772.00 |
| Nikki Sauer | 2.70 | 740.00 | 1,998.00 |
| TOTALS | 35.80 | | \$ 47,886.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Asset Analysis / Recovery

Invoice Number: 1010083406
 Matter Number: 49618-4

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|---|
| 11/02/20 | Ryan Blaine Bennett, P.C. | 2.70 | Review, analyze lien claims, strategy for removal and next steps re same (1.7); telephone conferences with Freehill, Chalos and Company re same (1.0). |
| 11/03/20 | Ryan Blaine Bennett, P.C. | 2.20 | Review, analyze strategy re arrested vessel recovery and next steps. |
| 11/05/20 | Ryan Blaine Bennett, P.C. | 3.40 | Telephone conferences and correspond with Bollinger counsel re Bollinger settlement and analyze same, next steps (.9); analyze vessel recovery strategy for Billybey and others (.5); correspond and telephone conferences with Company and Chalos re same (2.0). |
| 11/06/20 | Ryan Blaine Bennett, P.C. | 2.10 | Analyze arrested vessel strategy and next steps (.7); telephone conferences and correspond with Freehill, Chalos and Company re same (1.4). |
| 11/09/20 | Ryan Blaine Bennett, P.C. | 2.60 | Analyze strategy and approach re arrested vessels and potential settlement structures (1.6); telephone conferences and correspond with Company, Chalos re same (1.0). |
| 11/10/20 | Nick Argentieri | 1.10 | Research precedent re removal extension motions (.9); correspond with N. Sauer re same (.2). |
| 11/10/20 | Ryan Blaine Bennett, P.C. | 3.50 | Telephone conferences and correspond with arresting creditor counsel, Chalos and Company re lien releases, vessel arrests and next steps (1.5); review, analyze documentation and strategy re same (2.0). |
| 11/10/20 | Nikki Sauer | 0.30 | Correspond with K&E team re work in process (.1); analyze precedent and correspond with N. Argentieri re removal extension motion (.2). |
| 11/11/20 | Nick Argentieri | 0.30 | Correspond with N. Sauer, J. Aybar and K&E team re removal motion. |
| 11/13/20 | Nick Argentieri | 0.50 | Review, revise removal extension motion. |
| 11/16/20 | Nick Argentieri | 4.20 | Review and revise removal extension motion. |
| 11/16/20 | Ryan Blaine Bennett, P.C. | 1.40 | Analyze strategy re arrested barges (.6); telephone conferences and correspond with Chalos, Company re same (.3); correspond with 507 Capital re consent issues (.5). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Asset Analysis / Recovery

Invoice Number: 1010083406
 Matter Number: 49618-4

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|--------------|--|
| 11/16/20 | Nikki Sauer | 2.10 | Review, comment on removal extension motion (1.7); analyze precedent re same (.3); correspond with N. Argentieri re same (.1). |
| 11/23/20 | Ryan Blaine Bennett, P.C. | 2.00 | Telephone conferences and correspond with DOJ, maritime counsel and Company re Bouchard Girls, 295 issues and next steps. |
| 11/24/20 | Ryan Blaine Bennett, P.C. | 2.60 | Analyze strategy and path for arrested boats and vendor settlements (1.9); telephone conferences and correspond with maritime counsel, Company and creditor counsel re same (.7). |
| 11/24/20 | Alex McCammon | 0.50 | Review Billybey settlement agreement (.2); correspond with R. Jacobson re de minimis claims settlement procedures (.3). |
| 11/25/20 | Ryan Blaine Bennett, P.C. | 3.30 | Analyze vessel payments and settlements (1.0); telephone conferences and correspond with creditor counsel, maritime counsel re same (1.4); analyze automatic stay issues re same (.9). |
| 11/30/20 | Nick Argentieri | 0.40 | Revise removal extension motion (.1); correspond with B. Winger, A. McCammon and N. Sauer re same (.3). |
| 11/30/20 | Alex McCammon | 0.30 | Comment on removal extension motion. |
| 11/30/20 | Nikki Sauer | 0.30 | Analyze removal extension motion (.1); correspond with K&E team and Stroock re same (.2). |
| Total | | 35.80 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083407
Client Matter: 49618-5

In the Matter of Automatic Stay

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 109,930.00

Total legal services rendered

\$ 109,930.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 52.50 | 610.00 | 32,025.00 |
| Ryan Blaine Bennett, P.C. | 1.90 | 1,595.00 | 3,030.50 |
| Lauren Collins | 4.70 | 610.00 | 2,867.00 |
| Debbie A. Farmer | 6.40 | 740.00 | 4,736.00 |
| Rob Jacobson | 10.30 | 740.00 | 7,622.00 |
| Grant Jones | 7.70 | 835.00 | 6,429.50 |
| Alex McCammon | 36.00 | 965.00 | 34,740.00 |
| Anna G. Rotman, P.C. | 0.80 | 1,425.00 | 1,140.00 |
| Nikki Sauer | 12.00 | 740.00 | 8,880.00 |
| W. Benjamin Winger | 7.20 | 1,175.00 | 8,460.00 |
| TOTALS | 139.50 | | \$ 109,930.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|--|
| 11/02/20 | Nick Argentieri | 2.80 | Research maritime arrests (2.7); correspond with A. McCammon and N. Sauer re same (.1). |
| 11/02/20 | Ryan Blaine Bennett, P.C. | 1.40 | Telephone conferences and correspond with creditor counsel, Chalos and Freehill re automatic stay arguments re arrested vessels and analyze same. |
| 11/02/20 | Alex McCammon | 4.30 | Draft stay violation letter re creditor demand for payment (.8); research and analyze issues re vessel arrests (.8); research motions to vacate (1.5); analyze issues re same (.9); correspond with R. Bennett, B. Winger re same (.1); analyze backup re creditor asserted claims (.2). |
| 11/02/20 | Nikki Sauer | 2.80 | Correspond with N. Argentieri re motion to vacate (.3); review correspondence re same (.2); research same (2.0); telephone conference with B. Winger, A. McCammon and Blank Rome group re UK P&I Club and related automatic stay issues (.3). |
| 11/02/20 | W. Benjamin Winger | 0.60 | Review and analyze automatic stay matters (.4); conferences with R. Bennett and K&E team re same (.2). |
| 11/03/20 | Alex McCammon | 3.70 | Research, analyze law and issues re enforcement of automatic stay (3.4); revise automatic stay violation letter (.3). |
| 11/03/20 | Anna G. Rotman, P.C. | 0.20 | Telephone conference with G. Jones re arrest of vessels. |
| 11/04/20 | Nick Argentieri | 6.00 | Draft summary chart re vessel arrests and substitute custodians (.5); review and analyze dockets, motions, orders and arrest warrants (.5); revise summary chart (4.7); correspond with A. McCammon re same (.3). |
| 11/04/20 | Alex McCammon | 0.80 | Revise automatic stay violation letter (.7); correspond with N. Sauer, N. Argentieri re motion to lift stay and vessel arrest summary chart (.1). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|--|
| 11/05/20 | Nick Argentieri | 6.00 | Analyze precedent motions and Bankruptcy Code provisions re automatic stay (1.0); research precedent and review findings (.5); research stay enforcement and motions for order to show cause for arrest (4.5). |
| 11/05/20 | Grant Jones | 3.90 | Research admiralty vessel arrests and bankruptcy property (2.5); analyze and summarize research (.9); correspond with A. McCammon and R. Jacobson re conclusions from research (.5). |
| 11/05/20 | Alex McCammon | 1.50 | Analyze issues re litigation and stay enforcement (.4); correspond with G. Jones re same (.1); correspond with N. Sauer, N. Argentieri re precedent motions to enforce automatic stay (.1); correspond with N. Sauer re research (.1); review and analyze case law re motions for orders to show cause (.8). |
| 11/05/20 | Nikki Sauer | 3.30 | Research arrested vessel procedures in bankruptcy. |
| 11/06/20 | Nick Argentieri | 1.50 | Review vessel arrest orders, extract relevant language and revise chart summarizing related information (1.4); correspond with A. McCammon re same (.1). |
| 11/06/20 | Alex McCammon | 2.50 | Review and analyze vessel arrest orders (1.1); correspond with R. Bennett, B. Winger re same (.4); analyze case law re arrested vessels and jurisdiction (1.0). |
| 11/09/20 | Nick Argentieri | 3.60 | Research automatic stay issue (3.2); telephone conference and correspond with A. McCammon, K&E team re same (.2); telephone conference with R. Jacobson and L. Collins re same (.2). |
| 11/09/20 | Rob Jacobson | 1.00 | Review, analyze and comment on lift stay stipulation (.8); correspond with A. McCammon re same (.2). |
| 11/10/20 | Lauren Collins | 0.70 | Review and revise motion for order to show cause. |
| 11/10/20 | Alex McCammon | 0.60 | Comment on lift stay stipulation re settlement (.3); correspond with D. Farmer, R. Jacobson and N. Sauer re stipulation re dismissal of claims (.2); correspond with creditor counsel re release of arrested vessels (.1). |
| 11/10/20 | W. Benjamin Winger | 0.20 | Review, analyze automatic stay matters (.1); conferences with K&E team re same (.1). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|------------------|--------------|---|
| 11/11/20 | Nick Argentieri | 3.20 | Draft vessel arrests summary table (.2); compile vessel arrest materials (.1); review, analyze arrest information and add to table (.8); research arrest orders (1.8); correspond with A. McCammon re same (.3). |
| 11/11/20 | Alex McCammon | 0.70 | Correspond with J. Walsh re stipulation (.2); telephone conferences with S. Cheatham re vessel release (.1); correspond with N. Argentieri re vessel arrest actions (.4). |
| 11/12/20 | Nick Argentieri | 3.00 | Research federal loan program (1.4); correspond with A. McCammon re same (.2); review, analyze motions to extend time to remove actions to develop familiarity with format and language (1.3); compile shell motion and lien release (.1). |
| 11/12/20 | Lauren Collins | 4.00 | Research automatic stay matters (2.5); revise materials re same (1.5). |
| 11/12/20 | Rob Jacobson | 2.10 | Review, analyze proposed lift stay motions (.8); draft summary re same (.7); review docket, diligence materials re same (.6). |
| 11/13/20 | Nick Argentieri | 1.90 | Revise stay lift stipulation and analyze docket filings re same. |
| 11/15/20 | Grant Jones | 1.00 | Review background facts re automatic stay (.5); draft summary of facts for automatic stay dispute (.5). |
| 11/16/20 | Nick Argentieri | 1.50 | Correspond with N. Sauer re stay stipulation (.2); review, revise same (1.1); correspond with D. Farmer, A. McCammon re same (.2). |
| 11/16/20 | Debbie A. Farmer | 2.60 | Draft automatic stay lift stipulation (2.0); correspond with K&E team re same (.2); review, revise same (.4). |
| 11/16/20 | Grant Jones | 2.80 | Correspond with A. Rotman re facts for automatic stay dispute (.2); draft responses to questions re witness preparation (.7); attend witness preparation session (.4); draft direct examination outline (1.5). |
| 11/17/20 | Nick Argentieri | 4.50 | Research intervening plaintiffs in vessel arrest disputes (1.1); correspond with N. Sauer re same (.3); revise stay lift stipulation (.2); telephone conference re second day hearing (.5); research substitute custodian issues (2.1); correspond with A. McCammon, Y. Salloum re same (.3). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|---|
| 11/17/20 | Debbie A. Farmer | 0.20 | Correspond with K&E team re lift stay motion. |
| 11/17/20 | Alex McCammon | 1.80 | Review and comment on automatic stay relief stipulations. |
| 11/17/20 | Nikki Sauer | 3.80 | Draft stipulation re arrested vessel issues (2.8); analyze precedent and other issues re same (1.0). |
| 11/18/20 | Nick Argentieri | 8.90 | Research lift stay stipulation precedent (.3); revise lift stay stipulation (.9); correspond with D. Farmer, A. McCammon re same (.4); research certification and automatic stay issues (5.4); telephone conferences with N. Sauer, R. Jacobson and L. Collins re same (.3); research standard of review (1.4); correspond with Y. Salloum, N. Sauer re same (.2). |
| 11/18/20 | Rob Jacobson | 7.20 | Correspond with L. Collins, N. Argentieri re automatic stay research (.3); telephone conference with L. Collins, N. Argentieri re automatic stay research (.3); research automatic stay, anti-discrimination case law (4.8); correspond with L. Collins re same (.2); review research re same (.3); correspond with N. Sauer re same (.2); draft summary re automatic stay, anti-discrimination research (.9); revise summary re same (.2). |
| 11/18/20 | Alex McCammon | 2.10 | Analyze pleadings and issues re Jones Act plaintiffs (.9); telephone conference with R. Jacobson re stay violation letter (.1); review and analyze issues re lift stay stipulations (1.1). |
| 11/18/20 | Nikki Sauer | 0.10 | Revise stipulation re arrested vessel issues. |
| 11/18/20 | W. Benjamin Winger | 3.40 | Review and revise stipulations, letters and other materials re automatic stay issues (1.9); research and analyze case law, statutes, precedent and diligence materials re same (.9); conferences with Company, stakeholders, K&E team and other advisors re same (.6). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/19/20 | Nick Argentieri | 7.90 | Review, summarize case law re Administrative Procedures Act (.2); correspond with N. Sauer re same (.1); telephone conference with R. Jacobson, N. Sauer and L. Collins re automatic stay motion (.2); draft, revise same (5.8); research same (.4); telephone conference with B. Winger, D. Farmer re lift stay stipulation (.4); revise same (.8). |
| 11/19/20 | Debbie A. Farmer | 1.70 | Review and revise automatic lift stay stipulation (.9); correspond with K&E team re same (.4); telephone conference with B. Winger and N. Argentieri re same (.4). |
| 11/19/20 | Alex McCammon | 2.30 | Correspond with plaintiff counsel re lift stay request (.2); correspond with J. Walsh re same (.1); review and comment on lift stay stipulations (1.5); correspond with K&E team re same (.5). |
| 11/19/20 | Nikki Sauer | 2.00 | Correspond with A. McCammon, B. Winger re McAllister stipulation (.3); revise stipulation re same (.3); analyze settlement agreement with Billybey and determine next steps (1.4). |
| 11/19/20 | W. Benjamin Winger | 1.60 | Review, revise stipulations and related materials (.6); research and analyze case law, statutes, rules and diligence materials re same (.7); conferences with K&E team re same (.3). |
| 11/20/20 | Nick Argentieri | 0.50 | Telephone conference with B. Winger and D. Farmer re stay lift stipulation (.2); revise same (.3). |
| 11/20/20 | Alex McCammon | 2.90 | Telephone conference with creditor counsel re stay relief (.2); analyze issues re automatic stay (1.4); telephone conference with B. Winger, K&E team re operational items, stay relief, stipulations and work in process (1.0); prepare for same (.3). |
| 11/22/20 | Ryan Blaine Bennett, P.C. | 0.50 | Review pending requests for stay relief and analyze approach re same. |
| 11/22/20 | Alex McCammon | 1.30 | Correspond with B. Winger, N. Sauer re lift stay stipulation (.1); draft summary of open automatic stay issues (.8); correspond with R. Bennett and B. Winger re same (.4). |
| 11/23/20 | Debbie A. Farmer | 0.50 | Correspond with K&E team re lift stay stipulation. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Automatic Stay

Invoice Number: 1010083407
 Matter Number: 49618-5

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|----------------------|---------------|--|
| 11/23/20 | Alex McCammon | 2.20 | Telephone conference with R. Bennett, B. Winger, M. Chalos, J. Walsh and M. Ray re vessel arrest matter (.4); analyze issues re same (1.0); research automatic stay (.8). |
| 11/23/20 | W. Benjamin Winger | 0.80 | Review, revise automatic stay stipulation (.3); research, analyze diligence materials re same (.3); conferences with K&E team re same (.2). |
| 11/24/20 | Alex McCammon | 7.20 | Telephone conferences with B. Winger, R. Bennett and J. Walsh re global strategy (.8); telephone conference with A. Rotman re vessel arrest matter (.2); analyze issues re same (3.2); correspond with R. Bennett, K&E team re same (.9); analyze open issues re automatic stay and Jones Act (2.1). |
| 11/24/20 | Anna G. Rotman, P.C. | 0.20 | Telephone conference with A. McCammon re vessel arrest and review correspondence re same. |
| 11/25/20 | Debbie A. Farmer | 0.80 | Correspond with A. McCammon, K&E team and outside counsel re stipulation (.3); review, analyze same (.5). |
| 11/25/20 | Alex McCammon | 2.10 | Correspond with D. Farmer re lift stay stipulations (.4); analyze issues re same (.7); research automatic stay, turnover and custodians (.3); correspond with R. Bennett re same (.3); correspond with stakeholders re lift stay requests (.4). |
| 11/25/20 | Anna G. Rotman, P.C. | 0.40 | Review and analyze vessel arrest issue. |
| 11/25/20 | W. Benjamin Winger | 0.60 | Review, revise automatic stay stipulation (.2); research, analyze diligence materials re same (.2); conferences with K&E team re same (.2). |
| 11/30/20 | Nick Argentieri | 1.20 | Revise lift stay stipulation and create form stipulation (.7); correspond with A. McCammon, D. Farmer re same (.3); review and compile lien releases (.2). |
| 11/30/20 | Debbie A. Farmer | 0.60 | Correspond with N. Argentieri re stipulation (.3); review and revise same (.3). |
| Total | | 139.50 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083408
Client Matter: 49618-6

In the Matter of Business Operations

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 57,692.00

Total legal services rendered

\$ 57,692.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Business Operations

Invoice Number: 1010083408
Matter Number: 49618-6

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 0.50 | 610.00 | 305.00 |
| Ryan Blaine Bennett, P.C. | 13.40 | 1,595.00 | 21,373.00 |
| Lauren Collins | 3.30 | 610.00 | 2,013.00 |
| Rob Jacobson | 3.50 | 740.00 | 2,590.00 |
| Alex McCammon | 19.40 | 965.00 | 18,721.00 |
| W. Benjamin Winger | 10.80 | 1,175.00 | 12,690.00 |
| TOTALS | 50.90 | | \$ 57,692.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Business Operations

Invoice Number: 1010083408
 Matter Number: 49618-6

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|---|
| 11/01/20 | Alex McCammon | 0.50 | Correspond with R. Jacobson and K&E team re Company operational matters. |
| 11/02/20 | Ryan Blaine Bennett, P.C. | 1.80 | Telephone conferences and correspond with Company, Portage re government correspondence and strategy re DOC, Coast Guard. |
| 11/03/20 | Ryan Blaine Bennett, P.C. | 2.00 | Telephone conferences and correspond with Company, Freehill re ABS, USCG strategy and next steps. |
| 11/03/20 | Alex McCammon | 0.50 | Review operational open items tracker and correspond with Portage re same and updates. |
| 11/04/20 | Ryan Blaine Bennett, P.C. | 3.30 | Analyze strategy and tactics re ABS, USCG and telephone conferences and correspond with Company, Freehill and Portage re same (2.8); prepare for and telephone conference with U.S. DOJ re same (.5). |
| 11/04/20 | Lauren Collins | 3.30 | Prepare operational matters priority list (3.0); update tracker re work in process (.3). |
| 11/04/20 | Rob Jacobson | 3.50 | Review, revise and comment on open diligence and work in process items (2.7); review diligence materials re same (.3); correspond with L. Collins re same (.3); correspond with A. McCammon re same (.2). |
| 11/04/20 | Alex McCammon | 1.50 | Correspond with R. Jacobson, L. Collins re operational open items tracker (.2); review and revise same (.8); correspond with Portage re key dates (.5). |
| 11/04/20 | W. Benjamin Winger | 0.90 | Review, analyze DOC matters (.3); conference with stakeholders, Company, A. McCammon and K&E team re same (.5); research diligence materials re same (.1). |
| 11/05/20 | Nick Argentieri | 0.50 | Telephone conference with A. McCammon, K&E team and outside advisors re operational issues. |
| 11/05/20 | Alex McCammon | 1.80 | Correspond with Portage and K&E team re open operational items (.7); analyze same (.2); correspond with D. Farmer re master service list (.2); telephone conference with Portage, Jefferies, R. Bennett and K&E team re update and next steps (.5); comment on illustrative case timeline (.2). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Business Operations

Invoice Number: 1010083408
 Matter Number: 49618-6

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/05/20 | W. Benjamin Winger | 0.60 | Review, analyze vendor matter (.2); conferences with vendor's counsel, Company re same (.3); research, analyze diligence materials re same (.1). |
| 11/09/20 | W. Benjamin Winger | 0.20 | Review, analyze vendor issue (.1); correspond with K&E team re same (.1). |
| 11/11/20 | Alex McCammon | 1.60 | Telephone conference with J. Gasbarra re monthly operating reports (.1); correspond with L. Collins re work in process and inbounds trackers (.3); telephone conference with Y. Salloum, K&E team re work in process and next steps (.5); review and update inbounds tracker (.7). |
| 11/12/20 | Alex McCammon | 2.40 | Correspond with parties re work in process (.5); analyze open operational, diligence items and inbounds tracker (1.4); telephone conferences with R. Jacobson re first day order reporting (.5). |
| 11/14/20 | W. Benjamin Winger | 0.60 | Review, revise materials re operational updates (.3); research, analyze diligence materials re same (.2); conferences with R. Jacobson, K&E team re same (.1). |
| 11/16/20 | Alex McCammon | 0.90 | Telephone conference with J. Gasbarra re operations update (.5); telephone conference with B. Winger re same (.4). |
| 11/17/20 | Alex McCammon | 4.10 | Review list of open inbounds and operational items (.7); analyze issues and coordinate resolutions re same (2.9); revise same (.5). |
| 11/19/20 | Alex McCammon | 1.40 | Telephone conferences with J. Gasbarra re Paycheck Protection Program loan, monthly operating report and first day order reporting (.3); telephone conference with B. Winger re ordinary course professionals (.3); correspond with Company re same and creditor inbounds (.8). |
| 11/20/20 | Ryan Blaine Bennett, P.C. | 1.40 | Analyze strategy and approach re ABS (.4); correspond and telephone conferences with Company and Freehill re same (1.0). |
| 11/20/20 | Alex McCammon | 0.80 | Telephone conference with J. Gasbarra re payments, operational matters (.2); analyze issues re same (.6). |
| 11/23/20 | Alex McCammon | 0.80 | Correspond with Portage re near term and operational items. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Business Operations

Invoice Number: 1010083408
 Matter Number: 49618-6

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|--------------|--|
| 11/23/20 | W. Benjamin Winger | 4.10 | Review, analyze vessel and operations matters (2.2); conferences with stakeholders, K&E team and advisors re same (1.4); review, revise materials re same (.5). |
| 11/24/20 | W. Benjamin Winger | 4.20 | Review, analyze vessel and operations matters (2.9); conferences with stakeholders, K&E team and advisors re same (1.1); review, revise materials re same (.2). |
| 11/25/20 | Ryan Blaine Bennett, P.C. | 2.00 | Telephone conferences and correspond with maritime counsel and DOJ re Bouchard Girls situation, strategy and next steps (1.5); correspond and telephone conferences with Company re same (.5). |
| 11/25/20 | Alex McCammon | 2.10 | Review and analyze open items re operations (1.6); correspond with Portage re same (.5). |
| 11/27/20 | Ryan Blaine Bennett, P.C. | 2.30 | Prepare for and telephone conference with maritime counsel, DOJ and Wells re Bouchard Girls situation, next steps (1.5); correspond with maritime counsel, Company re same (.4); telephone conference with Wells counsel re same (.2); correspond with Company re new hires and next steps (.2). |
| 11/27/20 | Alex McCammon | 1.00 | Telephone conference with R. Bennett, J. Walsh, M. Chalos, Reed Smith, National Maritime Services and United States re Yellow Fin situation (.7); prepare for same (.3). |
| 11/30/20 | Ryan Blaine Bennett, P.C. | 0.60 | Correspond with DOJ and maritime counsel re vessel issues. |
| 11/30/20 | W. Benjamin Winger | 0.20 | Review, analyze maritime matter (.1); conferences with Company counsel re same (.1). |
| Total | | 50.90 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083409
Client Matter: 49618-7

In the Matter of Case Administration

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 23,201.00

Total legal services rendered

\$ 23,201.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Case Administration

Invoice Number: 1010083409
 Matter Number: 49618-7

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 2.00 | 610.00 | 1,220.00 |
| Joanna Aybar | 1.80 | 340.00 | 612.00 |
| Lauren Collins | 11.60 | 610.00 | 7,076.00 |
| Debbie A. Farmer | 3.50 | 740.00 | 2,590.00 |
| Rob Jacobson | 4.70 | 740.00 | 3,478.00 |
| Alex McCammon | 1.30 | 965.00 | 1,254.50 |
| Graham M. Owen | 0.50 | 610.00 | 305.00 |
| Yusuf Salloum | 2.00 | 965.00 | 1,930.00 |
| Nikki Sauer | 3.70 | 740.00 | 2,738.00 |
| W. Benjamin Winger | 1.70 | 1,175.00 | 1,997.50 |
| TOTALS | 32.80 | | \$ 23,201.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Case Administration

Invoice Number: 1010083409
 Matter Number: 49618-7

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|---|
| 11/01/20 | Lauren Collins | 0.30 | Revise tracker re work in process. |
| 11/03/20 | Lauren Collins | 0.20 | Revise tracker re work in process. |
| 11/05/20 | Lauren Collins | 0.50 | Revise tracker re work in process (.2); telephone conference with Portage re open and ongoing items (.3). |
| 11/05/20 | Rob Jacobson | 0.40 | Telephone conference with R. Bennett, K&E team, Portage and Jefferies re work in process and next steps. |
| 11/05/20 | Graham M. Owen | 0.50 | Telephone conference with R. Bennett, K&E team and Portage re open and ongoing items. |
| 11/05/20 | Nikki Sauer | 0.50 | Telephone conference with R. Bennett, K&E team and Portage re priority work streams. |
| 11/09/20 | Lauren Collins | 1.00 | Revise work in process tracker (.7); telephone conference re next steps in case (.3). |
| 11/09/20 | Rob Jacobson | 1.00 | Telephone conference with A. McCammon, K&E team re case status and next steps (.4); review, comment on work in process tracker (.4); correspond with L. Collins re same (.2). |
| 11/09/20 | Nikki Sauer | 0.20 | Telephone conference with A. McCammon, K&E team re priority work streams and next steps. |
| 11/10/20 | Rob Jacobson | 0.20 | Review, revise work in process tracker (.1); correspond with L. Collins re same (.1). |
| 11/11/20 | Nick Argentieri | 0.50 | Telephone conference with A. McCammon, K&E team re work in process. |
| 11/11/20 | Lauren Collins | 0.80 | Telephone conference with A. McCammon and K&E team re work in process (.3); update work in process and operational work in process tracker (.5). |
| 11/11/20 | Debbie A. Farmer | 0.60 | Correspond and conference with A. McCammon, K&E team re work in process. |
| 11/11/20 | Rob Jacobson | 0.70 | Review, revise work in process trackers (.6); correspond with L. Collins re same (.1). |
| 11/11/20 | Yusuf Salloum | 0.50 | Conference with K&E team re work in process. |
| 11/11/20 | Nikki Sauer | 0.70 | Analyze precedent re removal extension motion (.1); correspond with N. Argentieri re same (.1); telephone conference with K&E team re work in process (.5). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Case Administration

Invoice Number: 1010083409
 Matter Number: 49618-7

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|---|
| 11/14/20 | Lauren Collins | 0.50 | Revise tracker re work in process. |
| 11/14/20 | Rob Jacobson | 0.60 | Telephone conference with B. Winger, K&E team re near term items and next steps. |
| 11/14/20 | Alex McCammon | 0.80 | Telephone conference with B. Winger, K&E team re work in process and next steps (.7); telephone conference with Y. Salloum re follow-up re same (.1). |
| 11/14/20 | Nikki Sauer | 0.70 | Telephone conference with B. Winger, K&E team re priority work streams. |
| 11/14/20 | W. Benjamin Winger | 0.90 | Conference with N. Sauer and K&E team re work in process (.7); prepare for same (.2). |
| 11/17/20 | Joanna Aybar | 0.20 | Correspond with Jackson Walker and Y. Salloum re first day hearing transcript. |
| 11/17/20 | Lauren Collins | 1.50 | Revise tracker re work in process. |
| 11/19/20 | Lauren Collins | 1.10 | Revise tracker re work in process. |
| 11/20/20 | Nick Argentieri | 1.00 | Telephone conference with B. Winger and K&E team re work in process. |
| 11/20/20 | Lauren Collins | 2.00 | Review and revise tracker re work in process (1.0); work in process telephone conference with B. Winger and K&E team (1.0). |
| 11/20/20 | Debbie A. Farmer | 0.60 | Correspond with B. Winger and K&E team re work in process (.1); telephone conference with same re work in process (.5). |
| 11/20/20 | Rob Jacobson | 1.30 | Telephone conference with B. Winger, K&E team re work in process and next steps (1.0); prepare for same (.1); review, revise work in process tracker re same (.2). |
| 11/20/20 | Yusuf Salloum | 1.00 | Conference with B. Winger and K&E team re work in process. |
| 11/20/20 | Nikki Sauer | 1.00 | Telephone conference with B. Winger, K&E team re work in process and next steps. |
| 11/20/20 | W. Benjamin Winger | 0.80 | Prepare for and conference with Y. Salloum and K&E team re work in process. |
| 11/25/20 | Joanna Aybar | 1.60 | Draft list of notice of appearances and pro hac vices filed in bankruptcy case. |
| 11/25/20 | Debbie A. Farmer | 0.40 | Review, revise work in process tracker. |
| 11/29/20 | Lauren Collins | 1.20 | Correspond with D. Farmer re work in process document and work in process telephone conference (.5); set up weekly work in process telephone conference (.2); review precedent working group lists (.2); update work in process (.3). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Case Administration

Invoice Number: 1010083409
 Matter Number: 49618-7

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|------------------|--------------|---|
| 11/29/20 | Debbie A. Farmer | 1.40 | Correspond with A. McCammon, L. Collins re work in process (.2); telephone conference with L. Collins re same (.5); review, revise work in process tracker (.7). |
| 11/30/20 | Nick Argentieri | 0.50 | Telephone conference with A. McCammon, K&E team re work in process. |
| 11/30/20 | Lauren Collins | 2.50 | Revise tracker re work in process (.3); telephone conference with A. McCammon, K&E team re work in process (.5); update work in process (.5); draft working group list (1.2). |
| 11/30/20 | Debbie A. Farmer | 0.50 | Telephone conference with A. McCammon, K&E team re work in process. |
| 11/30/20 | Rob Jacobson | 0.50 | Conference with A. McCammon, K&E team re work in process and next steps. |
| 11/30/20 | Alex McCammon | 0.50 | Telephone conference with Y. Salloum, K&E team re work in process. |
| 11/30/20 | Yusuf Salloum | 0.50 | Conference with K&E team re work in process. |
| 11/30/20 | Nikki Sauer | 0.60 | Revise work in process chart (.1); telephone conference with K&E team re same (.5). |
| Total | | 32.80 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083410
Client Matter: 49618-8

In the Matter of Claims Analysis and Objections

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 26,632.00

Total legal services rendered

\$ 26,632.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Claims Analysis and Objections

Invoice Number: 1010083410
Matter Number: 49618-8

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 2.30 | 610.00 | 1,403.00 |
| Joanna Aybar | 1.00 | 340.00 | 340.00 |
| Lauren Collins | 6.50 | 610.00 | 3,965.00 |
| Rob Jacobson | 12.40 | 740.00 | 9,176.00 |
| Alex McCammon | 7.30 | 965.00 | 7,044.50 |
| Laura Saal | 0.80 | 445.00 | 356.00 |
| W. Benjamin Winger | 3.70 | 1,175.00 | 4,347.50 |
| TOTALS | 34.00 | | \$ 26,632.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Claims Analysis and Objections

Invoice Number: 1010083410
 Matter Number: 49618-8

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|--|
| 11/11/20 | Nick Argentieri | 2.30 | Review, analyze Company documents re federal loan program (.7); research same (1.2); summarize findings and correspond with A. McCammon re same (.4). |
| 11/16/20 | Alex McCammon | 2.20 | Analyze issues re maritime claims, substitute custodians and traded claims (1.7); correspond with parties re same (.5). |
| 11/20/20 | Joanna Aybar | 1.00 | Draft de minimis claims procedures motion (.9); correspond with R. Jacobson re same (.1). |
| 11/20/20 | Rob Jacobson | 4.80 | Research de minimis claims procedures motion (.5); review, analyze precedent re same (.6); draft de minimis claims procedures motion (3.7). |
| 11/20/20 | Alex McCammon | 1.90 | Correspond and telephone conference with M. Chalos re settlement (.5); draft 9019 motion re same (.7); telephone conference with M. Chalos re settlement update (.1); analyze issues re same (.6). |
| 11/20/20 | Laura Saal | 0.80 | Draft shell re de minimis claims procedures motion. |
| 11/20/20 | W. Benjamin Winger | 0.70 | Review, revise 9019 motion (.4); research, analyze diligence materials re same (.2); conferences with A. McCammon, K&E team re same (.1). |
| 11/21/20 | Rob Jacobson | 2.40 | Draft de minimis claims settlement procedures motion (1.8); review, analyze precedent re same (.6). |
| 11/21/20 | Alex McCammon | 1.30 | Review and revise Billybey 9019 motion. |
| 11/21/20 | W. Benjamin Winger | 0.40 | Review, revise 9019 motion (.2); conferences with A. McCammon, K&E team re same (.2). |
| 11/22/20 | Rob Jacobson | 3.00 | Review, revise de minimis settlement procedures motion (2.4); review, analyze precedent re same (.6). |
| 11/23/20 | Rob Jacobson | 1.00 | Review, revise de minimis settlement procedures motion (.8); correspond with A. McCammon re same (.1); correspond with Jackson Walker re same (.1). |
| 11/24/20 | Lauren Collins | 6.10 | Research, analyze treatment of arbitral award under bankruptcy code. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Claims Analysis and Objections

Invoice Number: 1010083410
 Matter Number: 49618-8

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|--------------------|--------------|---|
| 11/24/20 | Rob Jacobson | 0.80 | Review, revise de minimis claims settlement procedures motion (.7); correspond with K&E team re same (.1). |
| 11/25/20 | Lauren Collins | 0.40 | Research, analyze treatment of arbitral awards under bankruptcy code. |
| 11/25/20 | Rob Jacobson | 0.40 | Draft summary of settlement procedures (.3); correspond with B. Winger and A. McCammon re same (.1). |
| 11/25/20 | Alex McCammon | 1.90 | Telephone conference with B. Winger re Billybey 9019 motion (.8); review and revise same (.5); correspond with N. Sauer re same (.5); coordinate filing of same (.1). |
| 11/25/20 | W. Benjamin Winger | 2.60 | Review, revise 9019 motion (1.4); research, analyze diligence materials, precedent and rules re same (.8); conferences with A. McCammon, K&E team re same (.4). |
| Total | | 34.00 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083411
Client Matter: 49618-10

In the Matter of Creditor and Stakeholder Issues

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 7,129.00

Total legal services rendered

\$ 7,129.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Creditor and Stakeholder Issues

Invoice Number: 1010083411
Matter Number: 49618-10

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Alex McCammon | 3.40 | 965.00 | 3,281.00 |
| Nikki Sauer | 5.20 | 740.00 | 3,848.00 |
| TOTALS | 8.60 | | \$ 7,129.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Creditor and Stakeholder Issues

Invoice Number: 1010083411
 Matter Number: 49618-10

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|--|
| 11/19/20 | Alex McCammon | 3.40 | Telephone conferences with creditor counsel re settlement (.3); telephone conference with M. Chalos re same (.1); telephone conference with creditor counsel re settlement (.3); draft agreement re same (.7); analyze issues re claims resolutions (2.0). |
| 11/20/20 | Nikki Sauer | 4.40 | Draft 9019 motion re Billybey settlement (3.9); analyze precedent re same (.5). |
| 11/23/20 | Nikki Sauer | 0.20 | Revise 9019 motion re Billybey settlement. |
| 11/25/20 | Nikki Sauer | 0.60 | Correspond with A. McCammon re 9019 motion (.1); draft 9019 motion re Billybey settlement (.5). |
| Total | | 8.60 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083412

Client Matter: 49618-12

In the Matter of DIP Financing / Cash Collat./ Cash Mgmt.

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 327,193.00

Total legal services rendered

\$ 327,193.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 4.60 | 610.00 | 2,806.00 |
| Ryan Blaine Bennett, P.C. | 69.00 | 1,595.00 | 110,055.00 |
| Mary Kogut Brawley, P.C. | 32.10 | 1,325.00 | 42,532.50 |
| Lauren Collins | 4.30 | 610.00 | 2,623.00 |
| Debbie A. Farmer | 1.00 | 740.00 | 740.00 |
| Alex McCammon | 25.40 | 965.00 | 24,511.00 |
| Graham M. Owen | 58.20 | 610.00 | 35,502.00 |
| Jordan Roberts | 20.60 | 1,135.00 | 23,381.00 |
| Henry Rosas | 2.50 | 445.00 | 1,112.50 |
| Yusuf Salloum | 3.50 | 965.00 | 3,377.50 |
| Nikki Sauer | 3.00 | 740.00 | 2,220.00 |
| Roxanne A. Walton | 60.50 | 1,085.00 | 65,642.50 |
| W. Benjamin Winger | 10.80 | 1,175.00 | 12,690.00 |
| TOTALS | 295.50 | | \$ 327,193.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|--|
| 11/02/20 | Ryan Blaine Bennett, P.C. | 0.50 | Analyze DIP status, next steps re same (.3); correspond and telephone conferences with Jefferies and Portage re same (.2). |
| 11/02/20 | Mary Kogut Brawley, P.C. | 0.80 | Review and analyze open matters re DIP (.4); telephone conference with R. Bennett, K&E team, Jefferies and Portage re same (.4). |
| 11/02/20 | Alex McCammon | 0.10 | Correspond with M. Bouchard re DIP lender professionals' invoices. |
| 11/02/20 | Roxanne A. Walton | 7.00 | Telephone conference with Portage, Jefferies and K&E team re status of lien payments and post-closing conditions re DIP order (1.0); prepare diligence responses to Hartree's diligence requests re proposed financing (2.0); review lien USCG abstract of title results (1.5); prepare draft ancillary certificates to final draw (1.5); correspond with M. Brawley, J. Roberts, R. Bennett, B. Winger and A. McCammon re same (1.0). |
| 11/03/20 | Ryan Blaine Bennett, P.C. | 3.70 | Analyze outstanding payments due under DIP order and correspond and telephone conferences with Portage, Company re same (1.1); telephone conferences and correspond with Wells Fargo counsel re case status (.8); analyze hearing strategy and next steps (1.0); review diligence requests from Hartree and telephone conferences and correspond with Stroock re same (.8). |
| 11/03/20 | Mary Kogut Brawley, P.C. | 0.30 | Review and analyze open diligence items re DIP. |
| 11/03/20 | Nikki Sauer | 1.80 | Research and analyze precedent re exit financing non-disclosure agreements (1.7); revise draft non-disclosure agreement re same (.1). |
| 11/03/20 | W. Benjamin Winger | 0.20 | Review, analyze DIP order matters (.1); conferences with K&E team re same (.1). |
| 11/04/20 | Ryan Blaine Bennett, P.C. | 2.30 | Telephone conferences and correspond with Wells Fargo counsel re DIP compliance, state of play (.8); telephone conference and correspond with Hartree counsel re same (.8); analyze strategy and next steps (.7). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|---|
| 11/05/20 | Ryan Blaine Bennett, P.C. | 2.40 | Telephone conferences and correspond with Wells Fargo counsel re state of play, order compliance issues and follow up with Company, Portage re same (1.2); review and analyze outstanding obligations re same (.4); correspond with Hartree and counsel re diligence requests and timing (.8). |
| 11/05/20 | Mary Kogut Brawley, P.C. | 0.50 | Review and analyze DIP related matters. |
| 11/05/20 | Alex McCammon | 0.70 | Correspond with Company professionals re DIP financing and next steps (.3); correspond with M. Bouchard re lender professionals' invoices (.2); analyze issues re same (.2). |
| 11/05/20 | Roxanne A. Walton | 7.00 | Prepare diligence responses to diligence requests re proposed financing (2.0); review lien vessel classification and DOC search results (2.0); prepare draft ancillary certificates to final draw (2.0); correspond with M. Brawley, J. Roberts, R. Bennett, B. Winger and A. McCammon re same (1.0). |
| 11/06/20 | Ryan Blaine Bennett, P.C. | 3.00 | Analyze outstanding payment obligations, liquidity, next steps and correspond and telephone conferences with Portage, Company re same (2.4); correspond and telephone conferences with Wells Fargo counsel re order compliance issues and resolution (.6). |
| 11/09/20 | Ryan Blaine Bennett, P.C. | 3.30 | Telephone conferences and correspond with Company, Portage re DIP compliance, DIP credit agreement and next steps re same (2.5); correspond and telephone conferences with Stroock re same and review documentation re same (.8). |
| 11/09/20 | Mary Kogut Brawley, P.C. | 2.00 | Review and comment on DIP credit agreement and analyze next steps re same. |
| 11/09/20 | Alex McCammon | 0.20 | Correspond with Portage, B. Winger and K&E team re DIP objection deadline (.1); correspond with N. Sauer re DIP order precedent (.1). |
| 11/09/20 | Graham M. Owen | 0.70 | Review correspondence between R. Walton, SSL and upload draft DIP credit agreement (.1); review DIP credit agreement (.6). |
| 11/09/20 | Jordan Roberts | 3.90 | Review and analyze DIP term sheet and order. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/09/20 | Nikki Sauer | 0.70 | Research, analyze precedent DIP orders re taxing authority language. |
| 11/10/20 | Ryan Blaine Bennett, P.C. | 2.30 | Analyze approach for DIP, final cash collateral hearing, Wells Fargo settlement structures, payments and next steps. |
| 11/10/20 | Mary Kogut Brawley, P.C. | 3.00 | Review and comment on DIP credit agreement. |
| 11/10/20 | Alex McCammon | 1.90 | Correspond with B. Winger re DIP order comments (.3); telephone conference with R. Walton re security agreements (.1); telephone conference with B. Winger re final DIP hearing and next steps (.5); correspond with stakeholder re DIP order comments (.2); telephone conference with R. Walton re DIP credit agreement (.4); correspond with R. Bennett, B. Winger re final DIP hearing (.1); correspond with Jackson Walker re same (.1); correspond with Reed Smith re invoice (.2). |
| 11/10/20 | Graham M. Owen | 11.00 | Correspond with R. Walton re credit agreement revisions (.2); draft issues list re same (.8); review and revise DIP credit agreement (10.0). |
| 11/10/20 | Jordan Roberts | 3.30 | Review DIP term sheet and order (3.0); analyze and review correspondence re same (.3). |
| 11/10/20 | W. Benjamin Winger | 0.20 | Review, analyze DIP matters (.1); conferences with K&E team re same (.1). |
| 11/11/20 | Ryan Blaine Bennett, P.C. | 5.50 | Analyze approach for hearing and potential objections (2.3); telephone conferences and correspond with Stroock, Reed Smith re same (.5); review and analyze DIP documentation, next steps and telephone conferences and correspond with Company, Jefferies and Portage re same (2.7). |
| 11/11/20 | Mary Kogut Brawley, P.C. | 3.00 | Review and comment on DIP credit agreement. |
| 11/11/20 | Alex McCammon | 1.30 | Research law re secured party attorneys' fees (.3); analyze pre-petition loan documents re interest payments (.3); telephone conference with D. Grantz re CARES Act loan (.4); correspond with R. Bennett, B. Winger re same (.3). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|---|
| 11/11/20 | Graham M. Owen | 4.00 | Review and revise DIP credit agreement (3.6); correspond with R. Walton re same (.2); correspond with K&E team re same (.1); correspond with Portage re same (.1). |
| 11/11/20 | Roxanne A. Walton | 3.50 | Review and revise DIP credit agreement (1.5); analyze DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/11/20 | W. Benjamin Winger | 0.60 | Review, analyze adequate protection matters (.2); research diligence materials re same (.2); conferences with A. McCammon, K&E team re same (.2). |
| 11/12/20 | Ryan Blaine Bennett, P.C. | 5.90 | Telephone conferences and correspond with Company, Portage re DIP compliance, potential Wells Fargo objection and strategy re same (2.9); analyze strategy re hearing, next steps and documentation (3.0). |
| 11/12/20 | Mary Kogut Brawley, P.C. | 2.00 | Review and comment on issues list (1.0); review and comment on DIP credit agreement (1.0). |
| 11/12/20 | Alex McCammon | 0.30 | Correspond with parties re final DIP hearing (.2); correspond with Jackson Walker re notice of reset hearing (.1). |
| 11/12/20 | Graham M. Owen | 1.00 | Review, revise issues list and review interim order, DIP credit agreement re issues (.8); correspond with R. Walton re issue list (.1); correspond with Portage and Jefferies re issues list and scheduling telephone conference (.1). |
| 11/12/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.0); draft DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/13/20 | Ryan Blaine Bennett, P.C. | 6.10 | Analyze strategy and approach for hearing, narrative development (2.5); correspond and telephone conferences with Portage, Company re same (.4); analyze state of play and next steps re DIP documentation and telephone conferences and correspond with Jefferies re same (1.6); correspond and telephone conferences with Stroock re same (.7); review Wells Fargo objection and analyze strategy re same (.9). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/13/20 | Mary Kogut Brawley, P.C. | 2.30 | Prepare for and telephone conference with R. Walton, K&E team re DIP issues list (1.3); review and comment on DIP credit agreement and follow up re same (1.0). |
| 11/13/20 | Alex McCammon | 1.30 | Correspond with D. Grantz re CARES Act loan (.1); telephone conference with D. Grantz re same (.2); telephone conference with M. Brawley, K&E team, Portage and Jefferies re DIP credit agreement issues list (.9); review Wells Fargo DIP objection (.1). |
| 11/13/20 | Graham M. Owen | 1.10 | Telephone conference with Portage, K&E team and Jefferies re update and issues list (.9); review notes and issues list (.1); correspond with R. Walton (.1). |
| 11/13/20 | Jordan Roberts | 2.70 | Review DIP term sheet and order. |
| 11/14/20 | Mary Kogut Brawley, P.C. | 0.50 | Review and comment on DIP credit agreement. |
| 11/14/20 | Graham M. Owen | 1.00 | Revise credit agreement re Portage comments (.9); correspond with R. Walton re same (.1). |
| 11/14/20 | Jordan Roberts | 0.10 | Review DIP term sheet and order. |
| 11/14/20 | Yusuf Salloum | 1.50 | Conference with K&E team re DIP objection and hearing (.5); review objection to DIP (.3); research same (.7). |
| 11/15/20 | Ryan Blaine Bennett, P.C. | 2.20 | Analyze and prepare narrative presentation for hearing. |
| 11/15/20 | Alex McCammon | 1.80 | Review and comment on DIP credit agreement (1.3); correspond with K&E team re same (.5). |
| 11/15/20 | Graham M. Owen | 1.60 | Review K&E team comments on credit agreement and revise credit agreement re same. |
| 11/15/20 | W. Benjamin Winger | 0.20 | Review, analyze DIP order matters (.1); conferences with Portage re same (.1). |
| 11/16/20 | Ryan Blaine Bennett, P.C. | 4.40 | Telephone conferences and correspond with Portage, Company re order compliance, hearing strategy, next steps and review documentation re same (3.1); review and revise presentation (1.3). |
| 11/16/20 | Mary Kogut Brawley, P.C. | 2.30 | Review and comment on DIP credit agreement (2.0); correspond with J. Roberts and R. Walton re open issues (.3). |
| 11/16/20 | Graham M. Owen | 0.90 | Review and revise credit agreement (.8); correspond with R. Walton re same (.1). |

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 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/16/20 | Jordan Roberts | 2.80 | Review DIP term sheet and order. |
| 11/16/20 | Yusuf Salloum | 0.50 | Prepare cash management final order and submit for filing. |
| 11/16/20 | Roxanne A. Walton | 3.50 | Review and revise DIP credit agreement (1.5); analyze DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/17/20 | Ryan Blaine Bennett, P.C. | 3.60 | Telephone conferences and correspond with Portage, Company re order compliance, documentation, next steps, open issues, timing and deliverables re same. |
| 11/17/20 | Mary Kogut Brawley, P.C. | 1.30 | Review and comment on remaining provisions of DIP credit agreement (.7); review K&E markup (.3); analyze remaining open issues in DIP markup (.3). |
| 11/17/20 | Alex McCammon | 1.70 | Telephone conference with B. Winger re case status, next steps (.5); telephone conference with R. Morgner re financing (.5); telephone conference with B. Winger re DIP reply and Paycheck Protection Program loan (.2); telephone conference with Y. Salloum re DIP reply (.2); review final DIP order (.3). |
| 11/17/20 | Graham M. Owen | 0.70 | Review and revise credit agreement (.5); correspond with R. Walton re same (.2). |
| 11/17/20 | Yusuf Salloum | 0.60 | Review, revise cash management order (.2); correspond re same (.4). |
| 11/17/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.0); analyze DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/18/20 | Ryan Blaine Bennett, P.C. | 3.40 | Telephone conferences and correspond with Wells Fargo counsel re dispute resolution and final hearing (.8); analyze strategy re same (1.2); telephone conferences and correspond with Company, Portage re same (.9); telephone conferences with Stroock re next steps (.3); correspond with parties re claims issues (.2). |
| 11/18/20 | Mary Kogut Brawley, P.C. | 1.50 | Review revised draft of DIP credit agreement (.5); prepare for and telephone conference re DIP credit agreement (.5); follow up re same (.5). |

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 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

Invoice Number: 1010083412
 Matter Number: 49618-12

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/18/20 | Alex McCammon | 0.80 | Telephone conference with R. Bennett, B. Winger and J. Gasbarra re insurance, DIP budget and final DIP draw. |
| 11/18/20 | Graham M. Owen | 0.70 | Review and revise credit agreement (.4); telephone conference with Company and Portage re DIP credit agreement (.3). |
| 11/18/20 | Jordan Roberts | 0.90 | Review DIP term sheet and order (.6); telephone conference with Portage re DIP credit agreement (.3). |
| 11/18/20 | Roxanne A. Walton | 4.00 | Review and revise DIP credit agreement (1.5); draft DIP financing deliverables (1.5); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/19/20 | Ryan Blaine Bennett, P.C. | 2.80 | Analyze go forward strategy re Wells Fargo (1.8); correspond and telephone conferences with Company, Portage re same (.4); correspond and telephone conferences with Stroock re state of play, deliverables and timing (.6). |
| 11/19/20 | Mary Kogut Brawley, P.C. | 0.30 | Analyze DIP credit agreement. |
| 11/19/20 | Graham M. Owen | 0.30 | Telephone conference with R. Walton re credit agreement. |
| 11/19/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.0); draft DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/20/20 | Ryan Blaine Bennett, P.C. | 2.20 | Analyze timing and deliverables re DIP (1.8); correspond and telephone conferences with Portage and Stroock re same (.4). |
| 11/20/20 | Mary Kogut Brawley, P.C. | 0.30 | Analyze open DIP matters. |
| 11/20/20 | Alex McCammon | 1.30 | Telephone conference with R. Walton re DIP and next steps (.5); analyze issues re same (.8). |
| 11/20/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.0); draft DIP financing deliverables (1.0); correspond with Stroock re Hartree due diligence requests (1.0). |
| 11/22/20 | Mary Kogut Brawley, P.C. | 1.00 | Prepare for and telephone conference with lenders' counsel re DIP credit agreement. |
| 11/22/20 | Debbie A. Farmer | 0.50 | Telephone conference with K&E team and advisors re DIP deliverables. |
| 11/22/20 | Graham M. Owen | 0.70 | Telephone conference with advisors and SSL re DIP update. |

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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/22/20 | Jordan Roberts | 4.20 | Review, analyze DIP term sheet and order (3.2); telephone conference with Stroock re DIP credit agreement (1.0). |
| 11/22/20 | Roxanne A. Walton | 4.00 | Telephone conference with Stroock (1.0); review and revise DIP credit agreement (1.5); review and revise draft DIP order (.5); prepare draft disclosure schedules (1.0). |
| 11/22/20 | W. Benjamin Winger | 0.20 | Review, analyze DIP order matters (.1); correspond with K&E team re same (.1). |
| 11/23/20 | Nick Argentieri | 4.10 | Draft schedule of legal proceedings (3.2); compile good standing certifications (.2); correspond with A. McCammon re same (.1); telephone conference with R. Walton, K&E team and Portage re DIP (.6). |
| 11/23/20 | Ryan Blaine Bennett, P.C. | 3.10 | Analyze open items, next steps and strategy re DIP motion, second draw and liquidity considerations re same (2.1); correspond and telephone conferences with Portage and Company re same (1.0). |
| 11/23/20 | Mary Kogut Brawley, P.C. | 0.80 | Telephone conferences with advisors re matter updates and open issues in DIP credit agreement. |
| 11/23/20 | Lauren Collins | 0.70 | Telephone conference with G. Owen, K&E team and Company advisors re DIP update. |
| 11/23/20 | Debbie A. Farmer | 0.50 | Telephone conference with K&E team and advisors re DIP deliverables. |
| 11/23/20 | Alex McCammon | 0.90 | Telephone conference with R. Walton, K&E team and Portage re DIP items (.6); prepare for same (.3). |
| 11/23/20 | Graham M. Owen | 0.70 | Telephone conference with Portage and K&E team re DIP update. |
| 11/23/20 | Jordan Roberts | 0.80 | Review DIP term sheet and order (.2); telephone conference with Portage re DIP financing (.6). |
| 11/23/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.5); review and revise draft DIP order (.5); prepare draft disclosure schedules (1.0). |
| 11/24/20 | Ryan Blaine Bennett, P.C. | 2.50 | Analyze outstanding deliverables, timing and next steps re DIP facility (2.0); correspond and telephone conferences with Company, Portage re same (.5). |
| 11/24/20 | Mary Kogut Brawley, P.C. | 1.30 | Review DIP order and credit agreement. |

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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/24/20 | Alex McCammon | 1.00 | Research, analyze law and issues re adequate protection. |
| 11/24/20 | Graham M. Owen | 4.80 | Review checklist, credit agreement and draft deliverables list (2.0); review and revise vessel mortgage, guaranty and security agreement (2.8). |
| 11/24/20 | Jordan Roberts | 0.50 | Review DIP term sheet and order. |
| 11/24/20 | Roxanne A. Walton | 3.00 | Telephone conference with Stroock (1.0); review and revise DIP credit agreement (.5); review and revise draft DIP order (.5); prepare draft disclosure schedules (1.0). |
| 11/25/20 | Ryan Blaine Bennett, P.C. | 1.10 | Correspond and telephone conferences with Portage, Jefferies re DIP deliverables, timing and next steps. |
| 11/25/20 | Mary Kogut Brawley, P.C. | 2.30 | Review and comment on DIP credit agreement (1.4); telephone conference re advisor update (.3); conferences with K&E team, R. Walton re open DIP matters and matters to discuss with lenders' counsel (.6). |
| 11/25/20 | Alex McCammon | 1.60 | Review and revise final DIP order. |
| 11/25/20 | Graham M. Owen | 5.60 | Telephone conference with Portage, K&E team and Jefferies re credit agreement (.5); telephone conference with R. Walton re credit agreement (.4); review and revise credit agreement (1.5); revise security agreement and guaranty (1.0); correspond with SSL re same and scheduling telephone conference (.3); telephone conference with SSL re credit agreement (.6); review credit agreement and compile list of schedule information needed (1.3). |
| 11/25/20 | Jordan Roberts | 0.90 | Telephone conference with Stroock re DIP financing (.3); telephone conference with Jefferies and Portage re same (.6). |
| 11/25/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.5); review and revise draft DIP order (.5); draft disclosure schedules (1.0). |
| 11/26/20 | Mary Kogut Brawley, P.C. | 1.00 | Review and comment on DIP credit agreement. |
| 11/26/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.5); review and revise draft DIP order (.5); draft disclosure schedules (1.0). |

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 Bouchard Transportation Co., Inc.
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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/27/20 | Ryan Blaine Bennett, P.C. | 1.80 | Analyze open items and strategy re DIP, Wells Fargo (1.5); correspond with Company and Portage re same (.3). |
| 11/27/20 | Alex McCammon | 0.70 | Review revised DIP credit agreement. |
| 11/27/20 | Graham M. Owen | 5.30 | Draft legal opinion and review credit agreement (4.5); review and revise schedules (.5); correspond with specialists re credit agreement (.2); correspond with SSL re mortgage, security agreement and guaranty (.1). |
| 11/27/20 | Roxanne A. Walton | 3.00 | Review and revise DIP credit agreement (1.5); review and revise draft DIP order (.5); draft disclosure schedules (1.0). |
| 11/28/20 | Alex McCammon | 3.50 | Telephone conference with R. Bennett, B. Winger re DIP hearing and next steps (.9); correspond with Portage re same (.1); draft talking points re same (.2); telephone conference with Portage re liquidity and runway (.2); telephone conference with B. Winger, Portage re same (1.0); correspond with B. Winger, K&E team re DIP documents (1.1). |
| 11/28/20 | Graham M. Owen | 5.30 | Draft legal opinion and review credit agreement (4.5); review and revise schedules (.5); correspond with specialists re credit agreement (.2); correspond with SSL re mortgage, security agreement and guaranty (.1). |
| 11/28/20 | W. Benjamin Winger | 5.60 | Review, revise final DIP order and adequate protection provisions (3.8); research, analyze diligence materials, precedent, statutes, rules and local rules re same (1.4); conferences with A. McCammon, K&E team re same (.4). |
| 11/29/20 | Ryan Blaine Bennett, P.C. | 2.20 | Analyze, outline reply brief and strategy re Wells Fargo and next steps. |
| 11/29/20 | Mary Kogut Brawley, P.C. | 0.80 | Telephone conference with K&E team, Company advisors re DIP process (.5); correspond with K&E team re DIP credit agreement (.3). |

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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/29/20 | Alex McCammon | 3.20 | Analyze issues re DIP order, required payments (.5); telephone conference with R. Walton, K&E team and Portage re DIP credit agreement (.7); correspond with same re follow-up (.5); review and comment on DIP credit agreement (1.5). |
| 11/29/20 | Graham M. Owen | 6.50 | Review and revise security agreement schedules (1.0); review and revise security agreement (.7); correspond with SSL re same (.1); review and revise credit agreement (2.0); telephone conference with Portage and K&E team re update (.7); review and revise credit agreement schedules (2.0). |
| 11/29/20 | Henry Rosas | 2.50 | Conferences with G. Owen and R. Walton re status of transaction (.3); review DIP credit agreement (.2); draft credit closing deliveries (.3); draft support certificate to K&E opinion (.7); correspond with J. Welch of Corporation Service Company re good standings (.7); organize, compile documents (.3). |
| 11/29/20 | W. Benjamin Winger | 2.10 | Review, revise DIP order and related materials (.6); conferences with DIP lenders' counsel, K&E team re same (.9); research, analyze diligence materials, rules and precedent re same (.6). |
| 11/30/20 | Nick Argentieri | 0.50 | Telephone conference with K&E team re DIP updates. |
| 11/30/20 | Ryan Blaine Bennett, P.C. | 4.70 | Analyze strategy and tactics re DIP hearing, Wells Fargo cash collateral and telephone conferences and correspond with Portage re same (3.9); telephone conference and correspond with Wells Fargo counsel re state of play (.5); telephone conference with Fortress counsel re state of play and next steps (.3). |
| 11/30/20 | Mary Kogut Brawley, P.C. | 4.80 | Review and comment on vessel mortgage (.5); review security agreement (1.0); review and comment on guaranty agreement (.5); review and comment on credit agreement (1.0); review and comment on final DIP order (.8); telephone conference with Company advisors re updates (.5); correspond with R. Walton re financing matters (.5). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 DIP Financing / Cash Collat./ Cash Mgmt.

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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|--------------------|---------------|--|
| 11/30/20 | Lauren Collins | 3.60 | Telephone conference with K&E team re DIP update (.7); research and analyze statutes re same (2.9). |
| 11/30/20 | Alex McCammon | 3.10 | Telephone conference with R. Walton re vessel mortgages (.2); analyze potential issues re DIP hearing (.5); research and analyze precedent cases re same (1.1); review and revise DIP order (1.3). |
| 11/30/20 | Graham M. Owen | 6.30 | Review, revise credit agreement (2.0); telephone conference with Portage, Jefferies and K&E team (.8); review, revise security agreement (2.0); review, revise guaranty (1.5). |
| 11/30/20 | Jordan Roberts | 0.50 | Telephone conference with Portage re DIP financing. |
| 11/30/20 | Yusuf Salloum | 0.90 | Conference with Company advisors re DIP hearing and credit agreement (.5); review DIP reply (.4). |
| 11/30/20 | Nikki Sauer | 0.50 | Telephone conference with Y. Salloum, K&E team and Company advisors re DIP status update. |
| 11/30/20 | Roxanne A. Walton | 4.50 | Telephone conference with Stroock re DIP financing (1.0); review, revise DIP credit agreement (2.0); review, revise draft DIP order (.5); prepare draft disclosure schedules (1.0). |
| 11/30/20 | W. Benjamin Winger | 1.70 | Review, revise final DIP order and adequate protection provisions (1.2); research, analyze diligence materials re same (.3); conferences with A. McCammon and K&E team re same (.2). |
| Total | | 295.50 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083413
Client Matter: 49618-13

In the Matter of Disclosure Statement, Plan, Confirmation

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 78,335.00

Total legal services rendered

\$ 78,335.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Disclosure Statement, Plan, Confirmation

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Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 3.10 | 610.00 | 1,891.00 |
| Joanna Aybar | 1.50 | 340.00 | 510.00 |
| Ryan Blaine Bennett, P.C. | 3.10 | 1,595.00 | 4,944.50 |
| Lauren Collins | 7.80 | 610.00 | 4,758.00 |
| Debbie A. Farmer | 13.50 | 740.00 | 9,990.00 |
| Rob Jacobson | 17.40 | 740.00 | 12,876.00 |
| Library Factual Research | 2.70 | 375.00 | 1,012.50 |
| Alex McCammon | 5.50 | 965.00 | 5,307.50 |
| Laura Saal | 2.50 | 445.00 | 1,112.50 |
| Nikki Sauer | 45.70 | 740.00 | 33,818.00 |
| W. Benjamin Winger | 1.80 | 1,175.00 | 2,115.00 |
| TOTALS | 104.60 | | \$ 78,335.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1010083413
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Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|--|
| 11/04/20 | Ryan Blaine Bennett, P.C. | 0.90 | Analyze potential emergence structures and timing. |
| 11/09/20 | Alex McCammon | 0.50 | Correspond with N. Sauer and K&E team re plan, disclosure statement. |
| 11/09/20 | Laura Saal | 1.30 | Draft plan. |
| 11/10/20 | W. Benjamin Winger | 0.40 | Review, analyze chapter 11 plan matters (.2); conferences with A. McCammon and K&E team re same (.2). |
| 11/11/20 | Joanna Aybar | 0.90 | Draft disclosure statement scheduling motion (.8); correspond with R. Jacobson re same (.1). |
| 11/11/20 | Rob Jacobson | 1.20 | Draft emergency confirmation scheduling motion (.9); correspond with L. Collins re same (.3). |
| 11/11/20 | Alex McCammon | 0.80 | Analyze issues re confirmation. |
| 11/11/20 | Nikki Sauer | 6.60 | Draft plan (3.3); research, analyze issues re confirmation in Fifth Circuit (1.8); draft memorandum re same (1.5). |
| 11/11/20 | W. Benjamin Winger | 1.40 | Review, analyze plan treatment matters (.6); research, analyze secondary sources, statutes and precedent re same (.5); conferences with R. Bennett, K&E team re same (.3). |
| 11/12/20 | Debbie A. Farmer | 1.40 | Correspond with K&E team and Jackson Walker re plan strategy (.2); telephone conference with same re plan strategy (.8); research same (.4). |
| 11/12/20 | Rob Jacobson | 2.00 | Review, revise emergency confirmation scheduling motion (1.5); review precedent re same (.5). |
| 11/12/20 | Alex McCammon | 0.70 | Telephone conference with Jackson Walker, D. Farmer re potential confirmation timelines (.3); correspond with R. Bennett, B. Winger re same (.4). |
| 11/12/20 | Nikki Sauer | 8.80 | Research, analyze issues re confirmation in Fifth Circuit (3.0); draft memorandum re same (5.8). |
| 11/13/20 | Nick Argentieri | 3.10 | Research chapter 11 exit precedent (3.0); correspond with A. McCammon, K&E team re same (.1). |

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| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|---|
| 11/13/20 | Joanna Aybar | 0.60 | Research plan, disclosure statement and confirmation filings (.5); correspond with L. Saal and D. Farmer re same (.1). |
| 11/13/20 | Ryan Blaine Bennett, P.C. | 1.10 | Analyze exit strategies and timing (.6); correspond with Company re same (.5). |
| 11/13/20 | Lauren Collins | 5.70 | Research, analyze confirmation issues and precedent re same. |
| 11/13/20 | Debbie A. Farmer | 11.10 | Telephone conference with Jackson Walker re plan strategy (.6); correspond with A. McCammon, K&E team and research plans re same (3.4); draft presentation re same (1.3); research precedent re confirmation timelines (5.8). |
| 11/13/20 | Rob Jacobson | 9.30 | Draft initial case timeline re emergence presentation (2.6); review precedent presentations (.7); draft presentation re emergence (5.2); correspond with A. McCammon re same (.2); correspond with A. McCammon, K&E team re same (.6). |
| 11/13/20 | Alex McCammon | 2.40 | Analyze issues re chapter 11 path forward (1.3); correspond with R. Jacobson, K&E team re presentation re same (.4); review and comment on same (.7). |
| 11/13/20 | Nikki Sauer | 9.50 | Research chapter 11 exit matters (5.0); analyze issues and correspond with A. McCammon, K&E team re same (2.5); draft memorandum re same (1.0); draft chapter 11 exit strategy deck re same (1.0). |
| 11/14/20 | Debbie A. Farmer | 1.00 | Analyze confirmation timeline research. |
| 11/15/20 | Lauren Collins | 0.80 | Research confirmation issues. |
| 11/15/20 | Nikki Sauer | 1.40 | Review, analyze precedent and draft plan re same. |
| 11/16/20 | Lauren Collins | 0.50 | Research confirmation requirements. |
| 11/16/20 | Nikki Sauer | 5.20 | Draft plan (4.0); analyze precedent and issues re same (1.2). |
| 11/17/20 | Lauren Collins | 0.30 | Review and revise chapter 11 emergence deck. |
| 11/17/20 | Rob Jacobson | 3.90 | Review, revise chapter 11 exit presentation (2.4); correspond with A. McCammon, K&E team re same (.4); research precedent chapter 11 exit timelines (.6); revise chapter 11 exit presentation re same (.4); correspond with A. McCammon, K&E team re same (.1). |

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Invoice Number: 1010083413
 Matter Number: 49618-13

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|---------------|--|
| 11/17/20 | Nikki Sauer | 2.60 | Draft plan (2.0); analyze precedent and other issues re same (.6). |
| 11/17/20 | Nikki Sauer | 0.90 | Draft and revise deck re path to emergence. |
| 11/18/20 | Library Factual Research | 1.30 | Identify secondary materials re confirmation cases. |
| 11/18/20 | Nikki Sauer | 1.70 | Draft plan (1.0); analyze precedent and issues re same (.7). |
| 11/19/20 | Library Factual Research | 1.40 | Identify secondary materials re confirmation cases. |
| 11/20/20 | Ryan Blaine Bennett, P.C. | 1.10 | Analyze timing and structures re emergence. |
| 11/22/20 | Alex McCammon | 1.10 | Review and revise presentation re chapter 11 exit paths. |
| 11/23/20 | Nikki Sauer | 1.00 | Draft plan (.7); analyze precedent re same (.3). |
| 11/24/20 | Nikki Sauer | 1.50 | Draft plan (1.0); analyze precedent and issues re same (.5). |
| 11/25/20 | Lauren Collins | 0.50 | Telephone conference with advisors re update. |
| 11/25/20 | Rob Jacobson | 1.00 | Telephone conference with K&E team, Portage and Jefferies re case updates, next steps (partial) (.3); review, revise list of near term dates and deadlines (.5); correspond with A. McCammon re same (.1); correspond with Portage re same (.1). |
| 11/25/20 | Nikki Sauer | 0.50 | Draft plan. |
| 11/27/20 | Nikki Sauer | 0.70 | Draft plan. |
| 11/27/20 | Nikki Sauer | 1.10 | Analyze and revise presentation re emergence. |
| 11/30/20 | Laura Saal | 1.20 | Draft shell re exclusivity extension motion. |
| 11/30/20 | Nikki Sauer | 3.30 | Review, revise memorandum re confirmation analysis (2.0); analyze issues, precedent and case law re same (1.3). |
| 11/30/20 | Nikki Sauer | 0.90 | Review, revise presentation re paths to emergence. |
| Total | | 104.60 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083414
Client Matter: 49618-14

In the Matter of Employee Issues

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 3,738.50

Total legal services rendered

\$ 3,738.50

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Employee Issues

Invoice Number: 1010083414
Matter Number: 49618-14

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Alex McCammon | 2.90 | 965.00 | 2,798.50 |
| W. Benjamin Winger | 0.80 | 1,175.00 | 940.00 |
| TOTALS | 3.70 | | \$ 3,738.50 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Employee Issues

Invoice Number: 1010083414
 Matter Number: 49618-14

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|---|
| 11/12/20 | W. Benjamin Winger | 0.30 | Review, analyze employee matter (.2); conferences with stakeholders, K&E team and Company re same (.1). |
| 11/16/20 | Alex McCammon | 2.40 | Analyze issues re operations, Paycheck Protection Program loan and wages. |
| 11/24/20 | W. Benjamin Winger | 0.20 | Correspond with Company re employee matters (.1); analyze same (.1). |
| 11/30/20 | Alex McCammon | 0.50 | Telephone conference with accountant re 401(k) program (.4); prepare for same (.1). |
| 11/30/20 | W. Benjamin Winger | 0.30 | Review, analyze employee matter (.2); conferences with Company counsel re same (.1). |
| Total | | 3.70 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083415

Client Matter: 49618-15

In the Matter of Executory Contracts, Unexpired Leases

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 13,319.00

Total legal services rendered

\$ 13,319.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Executory Contracts, Unexpired Leases

Invoice Number: 1010083415
Matter Number: 49618-15

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|----------------------|---------------------|--------------------|----------------------|
| Lauren Collins | 1.50 | 610.00 | 915.00 |
| Rob Jacobson | 10.60 | 740.00 | 7,844.00 |
| Alex McCammon | 0.50 | 965.00 | 482.50 |
| Anna G. Rotman, P.C. | 0.80 | 1,425.00 | 1,140.00 |
| W. Benjamin Winger | 2.50 | 1,175.00 | 2,937.50 |
| TOTALS | 15.90 | | \$ 13,319.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Executory Contracts, Unexpired Leases

Invoice Number: 1010083415
 Matter Number: 49618-15

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|----------------------|---------------------|--|
| 11/02/20 | Rob Jacobson | 0.40 | Telephone conference with B. Winger, A. McCammon and counsel for Texans re suite agreement rejection matters (.3); prepare for same (.1). |
| 11/02/20 | Alex McCammon | 0.20 | Telephone conference with B. Winger and Winstead re Texans suite lease. |
| 11/11/20 | Rob Jacobson | 0.70 | Review, analyze settlement proposal (.5); correspond with B. Winger, A. McCammon re same (.2). |
| 11/12/20 | W. Benjamin Winger | 0.80 | Review, analyze Houston Texans contract matters (.4); correspond with Company, K&E team re same (.2); research diligence materials re same (.2). |
| 11/13/20 | Rob Jacobson | 1.50 | Review, analyze suite agreement (.8); draft summary re same (.6); correspond with B. Winger, K&E team re same (.1). |
| 11/13/20 | W. Benjamin Winger | 0.60 | Review, analyze Houston Texans contract matters (.2); conferences with counterparty's counsel, Company and K&E team re same (.2); research diligence materials re same (.2). |
| 11/15/20 | Alex McCammon | 0.30 | Correspond with K&E team re Company suite lease. |
| 11/15/20 | Anna G. Rotman, P.C. | 0.40 | Review materials re Texans suite dispute and correspond with G. Jones re same. |
| 11/16/20 | Lauren Collins | 1.50 | Telephone conference with R. Jacobson, K&E team re Texans suite lease hearing (.5); research precedent re stipulation orders (1.0). |
| 11/16/20 | Rob Jacobson | 5.00 | Telephone conference with B. Winger, M. Ray (Portage) and K&E team re cross-examination preparations re Texans dispute (.6); telephone conference with B. Winger re Texans suite agreement matters (.2); research Texas case law re contract matters (2.7); review suite agreement re same (.8); draft summary re same (.7). |
| 11/16/20 | Anna G. Rotman, P.C. | 0.40 | Prepare for Texans suite evidentiary hearing, review materials and correspond re evidentiary issues with G. Jones. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Executory Contracts, Unexpired Leases

Invoice Number: 1010083415
 Matter Number: 49618-15

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|--------------------|--------------|---|
| 11/16/20 | W. Benjamin Winger | 1.10 | Review, analyze Texans contract resolution matters (.5); review, revise materials re same (.2); conferences with counterparty's counsel, K&E team re same (.4). |
| 11/17/20 | Rob Jacobson | 2.20 | Draft stipulation re Texans suite agreement (1.3); review, analyze precedent re same (.5); research same (.4). |
| 11/19/20 | Rob Jacobson | 0.80 | Review, revise Texans stipulation (.7); correspond with K&E team re same (.1). |
| Total | | 15.90 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083416
Client Matter: 49618-16

In the Matter of Fee and Employment Applications / Objec.

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 57,945.00

Total legal services rendered

\$ 57,945.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Nick Argentieri | 0.40 | 610.00 | 244.00 |
| Lauren Collins | 4.20 | 610.00 | 2,562.00 |
| Debbie A. Farmer | 32.60 | 740.00 | 24,124.00 |
| Susan D. Golden | 2.80 | 1,175.00 | 3,290.00 |
| Rob Jacobson | 8.00 | 740.00 | 5,920.00 |
| Alex McCammon | 5.70 | 965.00 | 5,500.50 |
| Laura Saal | 1.80 | 445.00 | 801.00 |
| Yusuf Salloum | 1.00 | 965.00 | 965.00 |
| Nikki Sauer | 17.90 | 740.00 | 13,246.00 |
| W. Benjamin Winger | 1.10 | 1,175.00 | 1,292.50 |
| TOTALS | 75.50 | | \$ 57,945.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|--|
| 11/03/20 | Debbie A. Farmer | 1.80 | Correspond with N. Argentieri re ordinary course professional motion (.2); correspond with K&E team, Portage re same (.1); review, revise same (1.5). |
| 11/04/20 | Susan D. Golden | 1.00 | Review Portage retention application (.3); review U.S. Trustee comments to Portage retention order (.1); compare same to other SDTX CRO orders (.4); correspond with N. Sauer re same (.2). |
| 11/04/20 | Alex McCammon | 1.40 | Coordinate review of U.S. Trustee comments to retention applications and interim compensation procedures motion. |
| 11/04/20 | Nikki Sauer | 4.90 | Analyze U.S. Trustee comments to Portage retention application (1.0); research precedent and prepare draft responses re same (3.5); correspond with S. Golden re same (.2); correspond with Portage re same (.1); correspond with U.S. Trustee re same (.1). |
| 11/05/20 | Lauren Collins | 1.00 | Review, revise K&E invoice re U.S. Trustee Guidelines and privilege. |
| 11/05/20 | Debbie A. Farmer | 1.00 | Correspond with N. Argentieri re ordinary course professional motion (.2); correspond with K&E team, Portage re same (.3); review, revise same (.5). |
| 11/05/20 | Susan D. Golden | 1.40 | Review U.S. Trustee comments to K&E retention and interim compensation applications (.3); correspond with D. Farmer re proposed responses to same (.2); review SDTX CRO orders (.3); telephone conference with S. Statham and N. Sauer re U.S. Trustee comments to Portage retention order (.4); follow up with N. Sauer and Portage re same (.2). |
| 11/05/20 | Alex McCammon | 1.00 | Telephone conference with S. Golden, N. Sauer and U.S. Trustee re Portage retention (.2); review revised retention order (.3); correspond with N. Sauer re same (.3); correspond with D. Farmer re ordinary course professionals motion (.1); correspond with Chalos, Freehill re same (.1). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|---|
| 11/05/20 | Nikki Sauer | 3.20 | Prepare responses to U.S. Trustee comments re Portage retention order (1.0); analyze issues re same (.4); telephone conference with S. Golden, A. McCammon and U.S. Trustee re same (.2); follow-up telephone conferences with S. Golden re same (.1); revise order and prepare responses to U.S. Trustee re same (.9); correspond with A. McCammon re follow-up to same (.1); correspond with Portage re revised retention order (.5). |
| 11/06/20 | Lauren Collins | 1.10 | Review and revise K&E invoices re U.S. Trustee Guidelines and privilege (1.0); revise work in process (.1). |
| 11/06/20 | Rob Jacobson | 3.00 | Review, revise K&E invoice re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/06/20 | Nikki Sauer | 2.80 | Review, revise K&E invoices re confidentiality, privilege and compliance with U.S. Trustee guidelines. |
| 11/08/20 | Lauren Collins | 0.60 | Review, revise K&E invoice re U.S. Trustee guidelines and privilege. |
| 11/08/20 | Debbie A. Farmer | 4.00 | Review, revise invoices for privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules (3.5); correspond with K&E team re same (.5). |
| 11/08/20 | Rob Jacobson | 2.00 | Review, revise K&E invoice re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/09/20 | Debbie A. Farmer | 1.30 | Correspond with N. Argentieri re ordinary course professional motion (.2); correspond with K&E team re same (.1); review, revise same (1.0). |
| 11/09/20 | Alex McCammon | 0.60 | Review bankruptcy and local rules re professional retention (.2); comment on ordinary course professional motion (.1); correspond with D. Farmer re same (.1); correspond with Company re same (.2). |
| 11/09/20 | W. Benjamin Winger | 0.20 | Review, analyze ordinary course professional motion issues (.1); correspond with K&E team re same (.1). |
| 11/10/20 | Debbie A. Farmer | 1.50 | Correspond with N. Argentieri re ordinary course professional motion (.2); correspond with K&E team re same (.1); review, revise same (1.2). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|---|
| 11/10/20 | Laura Saal | 1.80 | Research precedent re orders for interim compensation, ordinary course professional and retention applications. |
| 11/11/20 | Debbie A. Farmer | 1.60 | Correspond with A. McCammon re U.S. Trustee comments (.1); analyze precedent re K&E retention, interim compensation (1.0); review, revise same (.5). |
| 11/11/20 | Alex McCammon | 0.10 | Correspond with R. Bennett re ordinary course professional motion. |
| 11/12/20 | Debbie A. Farmer | 3.50 | Correspond with K&E team, Jackson Walker re interim compensation and K&E retention (.3); review, revise same (1.0); correspond with A. McCammon, Jackson Walker re ordinary course professional motion (.2); correspond with K&E team re invoices (.3); analyze same (1.7). |
| 11/12/20 | Susan D. Golden | 0.40 | Correspond with D. Farmer re responses to U.S. Trustee comments on K&E retention order. |
| 11/12/20 | Rob Jacobson | 1.10 | Review, revise K&E invoice re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/12/20 | Alex McCammon | 1.40 | Correspond with D. Farmer re K&E retention and interim compensation procedures (.1); analyze issue re ordinary course professional motion (.5); telephone conference with J. Gasbarra re same (.4); correspond with D. Farmer re same (.2); correspond with Company re same and professional retentions (.2). |
| 11/14/20 | Lauren Collins | 1.50 | Review, revise K&E invoice re U.S. Trustee guidelines and privilege. |
| 11/15/20 | Debbie A. Farmer | 3.20 | Review, revise invoices re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules (3.1); correspond with K&E team re same (.1). |
| 11/15/20 | Nikki Sauer | 1.40 | Review, analyze Portage fee application. |
| 11/15/20 | Nikki Sauer | 2.30 | Review, revise K&E invoices re confidentiality, privilege and compliance with U.S. Trustee guidelines. |
| 11/15/20 | W. Benjamin Winger | 0.30 | Review, analyze ordinary course professional motion matters (.2); conferences with A. McCammon and K&E team re same (.1). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|--------------------|--------------|--|
| 11/16/20 | Nikki Sauer | 0.50 | Review, analyze Portage fee application. |
| 11/17/20 | Debbie A. Farmer | 2.20 | Analyze precedent re interim compensation and K&E retention (1.5); prepare for hearing re same (.3); draft talking points re same (.4). |
| 11/18/20 | Debbie A. Farmer | 2.60 | Review and revise ordinary course professional motion (1.2); correspond with K&E team re same (.2); review K&E invoices re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules (1.2). |
| 11/18/20 | Alex McCammon | 0.10 | Telephone conference with B. Winger re certifications of counsel re retention applications. |
| 11/18/20 | Nikki Sauer | 0.50 | Correspond with D. Farmer re revised Portage retention and interim compensation orders (.2); prepare filing ready version re same (.1); review, analyze draft CNOs re same (.2). |
| 11/19/20 | Rob Jacobson | 1.90 | Review, revise K&E invoice re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/19/20 | Nikki Sauer | 2.30 | Review, revise K&E invoices re confidentiality, privilege and compliance with U.S. Trustee guidelines. |
| 11/20/20 | Debbie A. Farmer | 0.50 | Review and revise ordinary course professional motion. |
| 11/20/20 | Alex McCammon | 0.60 | Review and revise K&E invoice re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/20/20 | W. Benjamin Winger | 0.60 | Review, revise ordinary course professional motion (.2); conferences with K&E team re same (.2); research, analyze diligence materials re same (.2). |
| 11/21/20 | Debbie A. Farmer | 0.90 | Correspond with Y. Salloum re retention matters (.2); review, revise declaration re same (.7). |
| 11/23/20 | Alex McCammon | 0.50 | Telephone conference with ordinary course professional re retention procedures (.3); review same (.2). |
| 11/25/20 | Debbie A. Farmer | 2.30 | Review, revise K&E invoices re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules (2.0); correspond with K&E team re same (.3). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Fee and Employment Applications / Objec.

Invoice Number: 1010083416
 Matter Number: 49618-16

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|------------------|--------------|---|
| 11/28/20 | Yusuf Salloum | 1.00 | Review, revise K&E invoices re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules. |
| 11/29/20 | Debbie A. Farmer | 0.20 | Correspond with A. McCammon re ordinary course professional chart (.1); analyze same (.1). |
| 11/30/20 | Nick Argentieri | 0.40 | Telephone conference re ordinary course professionals retention. |
| 11/30/20 | Debbie A. Farmer | 6.00 | Telephone conference with A. McCammon and outside counsel re ordinary course professional process (.6); correspond with A. McCammon, outside counsel re same (.5); revise declaration of disinterestedness (1.0); draft declaration tracker (1.2); correspond with N. Argentieri re same (.4); review, revise K&E invoices re privilege, confidentiality and compliance with U.S. Trustee guidelines and local rules (2.3). |
| Total | | 75.50 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083417
Client Matter: 49618-17

In the Matter of Hearings

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 30,947.50

Total legal services rendered

\$ 30,947.50

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Hearings

Invoice Number: 1010083417
 Matter Number: 49618-17

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Ryan Blaine Bennett, P.C. | 3.50 | 1,595.00 | 5,582.50 |
| Lauren Collins | 2.70 | 610.00 | 1,647.00 |
| Debbie A. Farmer | 0.50 | 740.00 | 370.00 |
| Rob Jacobson | 14.90 | 740.00 | 11,026.00 |
| Alex McCammon | 5.20 | 965.00 | 5,018.00 |
| Yusuf Salloum | 0.20 | 965.00 | 193.00 |
| Nikki Sauer | 0.40 | 740.00 | 296.00 |
| W. Benjamin Winger | 5.80 | 1,175.00 | 6,815.00 |
| TOTALS | 33.20 | | \$ 30,947.50 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Hearings

Invoice Number: 1010083417
 Matter Number: 49618-17

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|---|
| 11/12/20 | Alex McCammon | 0.40 | Review and comment on witness and exhibit list (.3); correspond with Jackson Walker re same (.1). |
| 11/13/20 | Alex McCammon | 0.20 | Telephone conference and correspond with Jackson Walker re suite lease motion, witness and exhibit list. |
| 11/14/20 | Rob Jacobson | 5.50 | Draft second day hearing presentation (4.9); review, analyze precedent materials re same (.6). |
| 11/15/20 | Lauren Collins | 1.20 | Review second day presentation (.7); revise same re Portage comments (.5). |
| 11/15/20 | Rob Jacobson | 5.60 | Draft second day hearing presentation (5.1); correspond with A. McCammon re same (.2); correspond with K&E team re same (.3). |
| 11/15/20 | Alex McCammon | 0.90 | Telephone conference with R. Jacobson re hearing presentation (.2); review and comment on same (.7). |
| 11/15/20 | W. Benjamin Winger | 0.80 | Review, revise hearing presentation materials (.5); research, analyze diligence materials re same (.2); conferences with R. Jacobson, K&E team re same (.1). |
| 11/16/20 | Lauren Collins | 1.00 | Revise second day hearing presentation. |
| 11/16/20 | Rob Jacobson | 3.30 | Review, revise second day presentation re Portage and K&E team comments (2.5); review, analyze diligence materials re same (.5); correspond with R. Bennett, K&E team re same (.3). |
| 11/16/20 | Alex McCammon | 2.50 | Comment on second day hearing presentation (1.5); telephone conference with B. Winger re hearing preparation (.1); telephone conference with B. Winger, G. Jones and M. Ray re same (.4); correspond with Y. Salloum re hearing logistics (.2); correspond and telephone conference with B. Winger, K&E team re hearing (.3). |
| 11/16/20 | W. Benjamin Winger | 1.60 | Review, revise materials re second day hearing (1.0); research, analyze diligence materials re same (.4); conferences with K&E team re same (.2). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Hearings

Invoice Number: 1010083417
 Matter Number: 49618-17

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|--------------|---|
| 11/17/20 | Ryan Blaine Bennett, P.C. | 3.50 | Prepare for and conference re status (3.0); telephone conferences and correspond with Company, Portage and constituents re same (.5). |
| 11/17/20 | Lauren Collins | 0.50 | Attend second day hearing. |
| 11/17/20 | Debbie A. Farmer | 0.50 | Attend hearing. |
| 11/17/20 | Rob Jacobson | 0.50 | Prepare for and attend second day hearing. |
| 11/17/20 | Alex McCammon | 1.00 | Prepare for hearing (.5); attend same (.5). |
| 11/17/20 | Yusuf Salloum | 0.20 | Attend second day hearing. |
| 11/17/20 | Nikki Sauer | 0.40 | Attend second day hearing. |
| 11/17/20 | W. Benjamin Winger | 3.40 | Prepare for and attend second day hearing. |
| 11/30/20 | Alex McCammon | 0.20 | Correspond with Jackson Walker re witness and exhibit list. |
| Total | | 33.20 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083418
Client Matter: 49618-18

In the Matter of Insurance

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 10,903.00

Total legal services rendered

\$ 10,903.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Insurance

Invoice Number: 1010083418
Matter Number: 49618-18

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Ryan Blaine Bennett, P.C. | 2.80 | 1,595.00 | 4,466.00 |
| Rob Jacobson | 1.90 | 740.00 | 1,406.00 |
| Alex McCammon | 2.90 | 965.00 | 2,798.50 |
| W. Benjamin Winger | 1.90 | 1,175.00 | 2,232.50 |
| TOTALS | 9.50 | | \$ 10,903.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Insurance

Invoice Number: 1010083418
 Matter Number: 49618-18

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|---|
| 11/02/20 | Alex McCammon | 0.20 | Telephone conference with B. Winger, Blank Rome re insurance issues (.1); prepare for same (.1). |
| 11/02/20 | W. Benjamin Winger | 0.60 | Review, analyze insurance matters (.2); conferences with stakeholders re same (.2); research diligence materials re same (.2). |
| 11/03/20 | W. Benjamin Winger | 0.20 | Review, analyze insurance matters (.1); conferences with K&E team re same (.1). |
| 11/13/20 | W. Benjamin Winger | 0.60 | Review, analyze insurance matters (.2); conferences with Company, K&E team re same (.2); research diligence materials re same (.2). |
| 11/14/20 | W. Benjamin Winger | 0.30 | Review, analyze insurance matters (.2); correspond with Portage re same (.1). |
| 11/18/20 | Ryan Blaine Bennett, P.C. | 2.50 | Analyze strategy and approach re Markel purported cancellation and automatic stay implications re same (1.8); telephone conferences and correspond with Portage re same (.7). |
| 11/18/20 | Rob Jacobson | 1.90 | Draft letter to insurance provider re violation of automatic stay (1.2); research precedent re same (.2); review, analyze precedent and diligence materials re letter (.2); correspond with B. Winger re same (.2); correspond with K&E team, Jefferies and Company re letter (.1). |
| 11/19/20 | Alex McCammon | 2.00 | Analyze issues re insurance. |
| 11/22/20 | Alex McCammon | 0.60 | Analyze issues re insurance. |
| 11/24/20 | Ryan Blaine Bennett, P.C. | 0.30 | Correspond with Company, Portage re Markel and insurance issues. |
| 11/24/20 | W. Benjamin Winger | 0.20 | Correspond with Company, K&E team re insurance matters (.1); analyze same (.1). |
| 11/30/20 | Alex McCammon | 0.10 | Review correspondence re insurance. |
| Total | | 9.50 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083419

Client Matter: 49618-21

In the Matter of Schedules / SOFA

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 24,158.00

Total legal services rendered

\$ 24,158.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Schedules / SOFA

Invoice Number: 1010083419
Matter Number: 49618-21

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|---------------------|--------------------|----------------------|
| Joanna Aybar | 0.40 | 340.00 | 136.00 |
| Lauren Collins | 15.30 | 610.00 | 9,333.00 |
| Rob Jacobson | 11.60 | 740.00 | 8,584.00 |
| Alex McCammon | 4.50 | 965.00 | 4,342.50 |
| W. Benjamin Winger | 1.50 | 1,175.00 | 1,762.50 |
| TOTALS | 33.30 | | \$ 24,158.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Schedules / SOFA

Invoice Number: 1010083419
 Matter Number: 49618-21

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|--------------------|---------------------|---|
| 11/02/20 | Alex McCammon | 1.30 | Review first day orders re reporting requirements (.4); correspond with Portage re same (.2); telephone conferences with Portage re same, contracts and monthly operating reports (.5); revise operational open items tracker (.2). |
| 11/05/20 | Lauren Collins | 4.50 | Research requests to consolidate statements of financial affairs and other schedules. |
| 11/05/20 | Rob Jacobson | 2.60 | Research consolidated SoFA and schedules (1.4); correspond with L. Collins re same (.2); review, comment on research materials re same (.5); research precedent re same (.5). |
| 11/06/20 | Lauren Collins | 1.50 | Research consolidated statements and schedules in Southern District of Texas. |
| 11/06/20 | Rob Jacobson | 1.50 | Research SoFA, schedule and monthly operating report issues (.8); review, analyze and comment on research materials re same (.6); correspond with L. Collins re same (.1). |
| 11/10/20 | Joanna Aybar | 0.40 | Draft SoFA extension motion and correspond with L. Collins re same. |
| 11/10/20 | Lauren Collins | 1.80 | Draft second schedule of financial assets extension motion. |
| 11/11/20 | Lauren Collins | 3.20 | Draft second statement of financial assets extension motion. |
| 11/11/20 | Rob Jacobson | 2.20 | Review, revise and comment on second SoFA schedule motion (2.0); correspond with L. Collins re same (.2). |
| 11/12/20 | Lauren Collins | 2.00 | Research precedent SoFA extension motion (.7); review and revise draft of same (1.3). |
| 11/12/20 | Rob Jacobson | 1.60 | Review, revise second SoFA and schedules extension motion (.5); review, analyze complex case procedures re same (.7); correspond with L. Collins re same (.4). |
| 11/19/20 | Lauren Collins | 2.00 | Review and revise second SoFA extension motion. |
| 11/19/20 | Rob Jacobson | 1.50 | Research monthly operating report global notes precedent (.5); draft monthly operating report global notes (.8); correspond with A. McCammon re same (.2). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Schedules / SOFA

Invoice Number: 1010083419
 Matter Number: 49618-21

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|--------------------|--------------|---|
| 11/19/20 | Alex McCammon | 0.90 | Review, revise SoFAs and SoLAs extension motion. |
| 11/20/20 | Lauren Collins | 0.30 | Review and revise second SoFA extension motion. |
| 11/20/20 | Alex McCammon | 1.00 | Correspond with Company re SoFAs and SoLAs extension (.3); prepare and coordinate filing of same (.7). |
| 11/20/20 | W. Benjamin Winger | 0.60 | Review, revise schedules and statements extension motion (.4); conferences with K&E team re same (.2). |
| 11/25/20 | Rob Jacobson | 1.30 | Review, revise monthly operating report global notes (.4); correspond with B. Winger, Portage re filing timeline (.1); review, analyze monthly operating report (.6); telephone conference with A. McCammon re monthly operating report and operational items (.2). |
| 11/25/20 | Alex McCammon | 0.30 | Telephone conference with R. Jacobson re monthly operating report. |
| 11/29/20 | Rob Jacobson | 0.90 | Correspond with B. Winger re monthly operating report and global notes (.1); review, analyze monthly operating report (.4); correspond with Portage re monthly operating report (.3); correspond with A. McCammon re monthly operating report (.1). |
| 11/29/20 | W. Benjamin Winger | 0.60 | Review, revise monthly operating report (.2); research, analyze diligence materials and precedent re same (.2); conferences with R. Jacobson, K&E team re same (.2). |
| 11/30/20 | Alex McCammon | 1.00 | Telephone conferences with J. Gasbarra re monthly operating report (.6); correspond with B. Winger re monthly operating report (.3); correspond with Portage re same (.1). |
| 11/30/20 | W. Benjamin Winger | 0.30 | Review, analyze monthly operating report issues (.2); conferences with A. McCammon re same (.1). |
| Total | | 33.30 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083421
Client Matter: 49618-23

In the Matter of U.S. Trustee Issues

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 14,879.00

Total legal services rendered

\$ 14,879.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
U.S. Trustee Issues

Invoice Number: 1010083421
Matter Number: 49618-23

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Ryan Blaine Bennett, P.C. | 2.10 | 1,595.00 | 3,349.50 |
| Debbie A. Farmer | 0.50 | 740.00 | 370.00 |
| Rob Jacobson | 1.50 | 740.00 | 1,110.00 |
| Alex McCammon | 5.30 | 965.00 | 5,114.50 |
| W. Benjamin Winger | 4.20 | 1,175.00 | 4,935.00 |
| TOTALS | 13.60 | | \$ 14,879.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 U.S. Trustee Issues

Invoice Number: 1010083421
 Matter Number: 49618-23

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|--------------|--|
| 11/12/20 | Rob Jacobson | 1.50 | Prepare for telephone conference with Portage re reporting requirements (.3); review requirements re same (.1); correspond with A. McCammon re same (.4); telephone conferences with S. Can (Portage) re U.S. Trustee reporting (.5); correspond with A. McCammon re reporting matrix issues (.2). |
| 11/12/20 | Alex McCammon | 0.30 | Correspond with Portage re U.S. Trustee diligence requests (.2); correspond with same re CARES Act loan diligence (.1). |
| 11/18/20 | Ryan Blaine Bennett, P.C. | 0.50 | Correspond with Portage re initial debtor interview, next steps re same. |
| 11/18/20 | Alex McCammon | 3.00 | Telephone conference with J. Gasbarra re U.S. Trustee diligence items, confidentiality (.4); analyze issues re initial debtor interview, 341 meeting and prepare for same (1.5); review, comment on draft monthly operating report and first day order reporting matrix (1.1). |
| 11/19/20 | Alex McCammon | 0.40 | Telephone conference with M. Ray, J. Gasbarra and B. Winger re initial debtor interview preparation (.3); attend initial debtor interview (.1). |
| 11/19/20 | W. Benjamin Winger | 2.10 | Prepare for and attend initial debtor interview (1.1); review, revise materials re same (.6); conferences with Company, K&E team re same (.4). |
| 11/23/20 | Ryan Blaine Bennett, P.C. | 1.60 | Prepare for and attend 341 meeting (.6); telephone conferences with Portage, Company re same (1.0). |
| 11/23/20 | Debbie A. Farmer | 0.50 | Telephone conference re 341 meeting with U.S. Trustee. |
| 11/23/20 | Alex McCammon | 1.60 | Telephone conference with B. Winger, M. Ray and J. Gasbarra re 341 meeting preparation (.5); telephonically attend 341 meeting (.6); prepare for same (.2); telephone conference with J. Gasbarra re follow-ups re same (.3). |
| 11/23/20 | W. Benjamin Winger | 2.10 | Prepare for and attend 341 meeting. |
| Total | | 13.60 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083422

Client Matter: 49618-24

In the Matter of Use / Sale / Lease of Property

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 54,672.00

Total legal services rendered

\$ 54,672.00

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Use / Sale / Lease of Property

Invoice Number: 1010083422
 Matter Number: 49618-24

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Joanna Aybar | 0.90 | 340.00 | 306.00 |
| Ryan Blaine Bennett, P.C. | 2.60 | 1,595.00 | 4,147.00 |
| Lauren Collins | 0.40 | 610.00 | 244.00 |
| Debbie A. Farmer | 24.00 | 740.00 | 17,760.00 |
| Rob Jacobson | 5.00 | 740.00 | 3,700.00 |
| Anna G. Rotman, P.C. | 0.40 | 1,425.00 | 570.00 |
| Yusuf Salloum | 18.00 | 965.00 | 17,370.00 |
| W. Benjamin Winger | 9.00 | 1,175.00 | 10,575.00 |
| TOTALS | 60.30 | | \$ 54,672.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Use / Sale / Lease of Property

Invoice Number: 1010083422
 Matter Number: 49618-24

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|--|
| 11/16/20 | Ryan Blaine Bennett, P.C. | 0.30 | Analyze terms and timing re aircraft sale. |
| 11/18/20 | Ryan Blaine Bennett, P.C. | 0.40 | Correspond and telephone conferences with Company, Portage and Vedder teams re aircraft sale. |
| 11/19/20 | Ryan Blaine Bennett, P.C. | 0.40 | Analyze timing re aircraft sale (.2); correspond with Company, Vedder teams and broker re same (.2). |
| 11/19/20 | Debbie A. Farmer | 2.20 | Correspond with Y. Salloum re aircraft sale (.3); draft declaration re same (1.9). |
| 11/19/20 | Rob Jacobson | 3.50 | Review, revise asset purchase agreement (1.6); review, analyze case law and statutes re same (.9); research same (.5); correspond with K&E team re same (.5). |
| 11/19/20 | Yusuf Salloum | 2.50 | Review, revise sale motion (1.5); research aircraft sale precedent (.6); prepare issues list re same (.4). |
| 11/19/20 | Yusuf Salloum | 1.30 | Research asset purchase agreement. |
| 11/20/20 | Debbie A. Farmer | 5.40 | Correspond with Y. Salloum re aircraft sale (.3); telephone conference with K&E team, outside counsel re same (.6); draft declaration re same (3.9); review, revise same (.6). |
| 11/20/20 | Yusuf Salloum | 1.00 | Conference with aircraft counsel re sale transaction (.8); correspond with aircraft counsel, K&E team re same (.2). |
| 11/20/20 | W. Benjamin Winger | 2.10 | Review, revise sale motion and related materials (1.3); research, analyze diligence materials and precedent re same (.4); conferences with Company, advisors re same (.4). |
| 11/21/20 | Yusuf Salloum | 0.70 | Correspond with K&E team and broker re aircraft sale motion. |
| 11/22/20 | W. Benjamin Winger | 0.40 | Review, analyze aircraft sale matters (.2); conferences with R. Bennett and K&E team re same (.2). |
| 11/24/20 | Ryan Blaine Bennett, P.C. | 0.60 | Telephone conference and correspond with aircraft buyer counsel, broker re plane sale and next steps. |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Use / Sale / Lease of Property

Invoice Number: 1010083422
 Matter Number: 49618-24

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|-------------|---------------------------|--------------|--|
| 11/24/20 | Yusuf Salloum | 1.70 | Conference with potential buyer re aircraft sale process (.3); conference with broker re same (.3); review marketing materials re same process (.3); review, revise sale motion (.8). |
| 11/25/20 | Joanna Aybar | 0.90 | Draft sale order redaction motion (.8); correspond with D. Farmer re same (.1). |
| 11/25/20 | Lauren Collins | 0.40 | Correspond with Y. Salloum re aircraft purchase agreement. |
| 11/25/20 | Debbie A. Farmer | 6.00 | Correspond with Y. Salloum re aircraft sale declaration (.6); analyze same (.9); draft same (3.1); review, revise same (1.4). |
| 11/25/20 | Rob Jacobson | 1.50 | Review, revise 363 motion to sell aircraft (1.4); correspond with Y. Salloum re same (.1). |
| 11/25/20 | Yusuf Salloum | 3.80 | Review, revise aircraft sale motion (1.1); review purchase agreement (1.8); review motion to redact re same (.9). |
| 11/25/20 | W. Benjamin Winger | 0.60 | Review, analyze aircraft sale matters (.2); review, revise materials re same (.2); conferences with K&E team re same (.2). |
| 11/27/20 | Ryan Blaine Bennett, P.C. | 0.40 | Analyze procedures motion re aircraft sale. |
| 11/27/20 | Yusuf Salloum | 0.40 | Correspond with K&E team re aircraft sale. |
| 11/27/20 | W. Benjamin Winger | 1.60 | Review, analyze aircraft sale process matters (.6); review, revise materials re same (.5); research and analyze rules, local rules and statutes re same (.3); conferences with Company and Y. Salloum re same (.2). |
| 11/28/20 | Anna G. Rotman, P.C. | 0.40 | Review, analyze aircraft sale process motion and evidence re same. |
| 11/28/20 | Yusuf Salloum | 1.90 | Draft notice re aircraft sale process motion (1.0); review, revise aircraft sale process motion (.9). |
| 11/28/20 | W. Benjamin Winger | 3.40 | Review, revise aircraft sale process motion (2.2); research and analyze diligence materials, rules, local rules and statutes re same (.9); conferences with Company and Y. Salloum re same (.3). |
| 11/29/20 | Debbie A. Farmer | 7.90 | Correspond with Y. Salloum, K&E team re aircraft sale declaration (.8); review, revise same (1.5); correspond with Y. Salloum re aircraft sale redaction motion (.3); analyze same (.5); draft same (3.9); review, revise same (.9). |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Use / Sale / Lease of Property

Invoice Number: 1010083422
 Matter Number: 49618-24

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------|---------------------------|--------------|--|
| 11/29/20 | Yusuf Salloum | 3.80 | Review, revise aircraft sale process motion. |
| 11/29/20 | W. Benjamin Winger | 0.90 | Review, analyze aircraft sale process matters (.3); review, revise materials re same (.4); conferences with Company and Y. Salloum re same (.2). |
| 11/30/20 | Ryan Blaine Bennett, P.C. | 0.50 | Analyze timing and considerations re aircraft sale, procedures motion. |
| 11/30/20 | Debbie A. Farmer | 2.50 | Correspond with K&E team, M. Ray re aircraft sale procedure declaration and motion (.4); review, revise same (2.1). |
| 11/30/20 | Yusuf Salloum | 0.90 | Review, revise declaration in support of sale process. |
| Total | | 60.30 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083423

Client Matter: 49618-26

In the Matter of Vendor and Supplier Issues

For legal services rendered through November 30, 2020
(see attached Description of Legal Services for detail)

\$ 1,725.00

Total legal services rendered

\$ 1,725.00

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Vendor and Supplier Issues

Invoice Number: 1010083423
Matter Number: 49618-26

Summary of Hours Billed

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|---------------------|--------------------|----------------------|
| Ryan Blaine Bennett, P.C. | 0.90 | 1,595.00 | 1,435.50 |
| Alex McCammon | 0.30 | 965.00 | 289.50 |
| TOTALS | 1.20 | | \$ 1,725.00 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Vendor and Supplier Issues

Invoice Number: 1010083423
Matter Number: 49618-26

Description of Legal Services

| <u>Date</u> | <u>Name</u> | <u>Hours</u> | <u>Description</u> |
|--------------------|---------------------------|---------------------|--|
| 11/05/20 | Alex McCammon | 0.30 | Review trade claims order re vendor payments. |
| 11/19/20 | Ryan Blaine Bennett, P.C. | 0.90 | Telephone conferences and correspond with Chalos re vendor stipulations, next steps. |
| Total | | 1.20 | |

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

300 North LaSalle
Chicago, IL 60654

FEIN 36-1326630

January 13, 2021

Bouchard Transportation Co., Inc.
58 South Service Road
Suite 150
Melville, NY 11747

Attn: Morton S. Bouchard III

Invoice Number: 1010083424

Client Matter: 49618-27

In the Matter of Expenses

For expenses incurred through November 30, 2020
(see attached Description of Expenses for detail)

\$ 68,143.96

Total expenses incurred

\$ 68,143.96

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Expenses

Invoice Number: 1010083424
 Matter Number: 49618-27

Description of Expenses

| <u>Description</u> | <u>Amount</u> |
|-----------------------------------|----------------------|
| Third Party Telephone Charges | 148.19 |
| Standard Copies or Prints | 11.36 |
| Color Copies or Prints | 90.75 |
| Outside Messenger Services | 131.87 |
| Filing Fees | 21,036.14 |
| Outside Retrieval Service | 35,614.07 |
| Computer Database Research | 934.00 |
| Westlaw Research | 6,406.16 |
| LexisNexis Research | 3,492.82 |
| Computer Database Research - Soft | 278.60 |
| Total | \$ 68,143.96 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Expenses

Invoice Number: 1010083424
 Matter Number: 49618-27

Description of Expenses

Third Party Telephone Charges

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|---|----------------------|
| 10/31/20 | Intrado Enterprise Collaboration Inc - McCammon - October teleconferences | 24.60 |
| 10/31/20 | Intrado Enterprise Collaboration Inc - Teleconference Services | 2.50 |
| 10/31/20 | Intrado Enterprise Collaboration Inc - Intercall invoice for Roxanne Walton. | 55.18 |
| 10/31/20 | Intrado Enterprise Collaboration Inc - Intercall invoice for Roxanne Walton. | 3.80 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Teleconference services | 4.50 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Teleconference services | 0.41 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Lauren Collins November 2020 Intrado invoice | 18.17 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Teleconference Services | 2.82 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Teleconference Calls. | 3.93 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - Teleconference services | 2.36 |
| 11/30/20 | Intrado Enterprise Collaboration Inc - McCammon November telephone conferences | 29.92 |
| | Total | 148.19 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Expenses

Invoice Number: 1010083424
Matter Number: 49618-27

Standard Copies or Prints

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|---------------------------|----------------------|
| 11/04/20 | Standard Copies or Prints | 1.44 |
| 11/17/20 | Standard Copies or Prints | 1.92 |
| 11/23/20 | Standard Copies or Prints | 6.24 |
| 11/30/20 | Standard Copies or Prints | 1.76 |
| | Total | 11.36 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Expenses

Invoice Number: 1010083424
Matter Number: 49618-27

Color Copies or Prints

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|---------------------------|----------------------|
| 11/16/20 | Color Copies or Prints | 22.00 |
| 11/23/20 | Color Copies or Prints | 62.15 |
| 11/30/20 | Color Copies or Prints | 6.60 |
| | Total | 90.75 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Expenses

Invoice Number: 1010083424
Matter Number: 49618-27

Outside Messenger Services

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|--|----------------------|
| 11/21/20 | COMET MESSENGER SERVICE INC - 11/16/2020 | 49.45 |
| 11/21/20 | COMET MESSENGER SERVICE INC - 11/16/2020 | 49.45 |
| 11/28/20 | COMET MESSENGER SERVICE INC - 11/23/2020 | 32.97 |
| | Total | 131.87 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Expenses

Invoice Number: 1010083424
Matter Number: 49618-27

Filing Fees

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|------------------------------------|----------------------|
| 10/21/20 | CSC - Lien and Litigation Searches | 21,036.14 |
| | Total | 21,036.14 |

Legal Services for the Period Ending November 30, 2020
Bouchard Transportation Co., Inc.
Expenses

Invoice Number: 1010083424
Matter Number: 49618-27

Outside Retrieval Service

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|--|----------------------|
| 10/02/20 | CSC - B. NO. 272 Corp. Lien Searches | 829.82 |
| 10/06/20 | CSC - Other Debtors Lien Searches | 21,706.89 |
| 10/23/20 | CSC - Certified Charter Requests | 6,251.68 |
| 11/30/20 | CSC - Good Standing Certificate Requests | 6,825.68 |
| | Total | 35,614.07 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Expenses

Invoice Number: 1010083424
 Matter Number: 49618-27

Computer Database Research

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|--|----------------------|
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/31/2020 | 23.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/1/2020 | 20.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/5/2020 | 29.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/6/2020 | 69.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/31/2020 | 456.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/18/2020 | 69.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/13/2020 | 29.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/1/2020 | 26.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/20/2020 | 118.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/17/2020 | 20.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/6/2020 | 20.00 |
| 11/10/20 | RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/16/2020 | 55.00 |
| | Total | 934.00 |

Legal Services for the Period Ending November 30, 2020
 Bouchard Transportation Co., Inc.
 Expenses

Invoice Number: 1010083424
 Matter Number: 49618-27

Westlaw Research

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|--|----------------------|
| 10/01/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/1/2020 | 16.43 |
| 10/02/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Wilson, Thomas Alexander on 10/2/2020 | 60.90 |
| 10/06/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 10/6/2020 | 124.06 |
| 10/12/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/12/2020 | 16.43 |
| 10/12/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 10/12/2020 | 226.89 |
| 10/16/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McCammon, Alexander on 10/16/2020 | 16.43 |
| 10/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/18/2020 | 16.43 |
| 10/20/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McCammon, Alexander on 10/20/2020 | 4.94 |
| 10/20/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/20/2020 | 156.26 |
| 10/22/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 10/22/2020 | 14.00 |
| 10/27/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 10/27/2020 | 356.99 |
| 10/28/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Eggert, Mary B. on 10/28/2020 | 456.26 |
| 10/29/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 10/29/2020 | 118.80 |
| 10/29/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/29/2020 | 197.16 |
| 10/30/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Farmer, Deborah A. on 10/30/2020 | 32.99 |
| 10/30/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 10/30/2020 | 389.86 |
| 10/30/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 10/30/2020 | 115.01 |

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|----------|---|--------|
| 10/30/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 10/30/2020 | 160.44 |
| 10/31/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 10/31/2020 | 32.82 |
| 11/02/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/2/2020 | 28.51 |
| 11/02/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/2/2020 | 16.94 |
| 11/02/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McCammon, Alexander on 11/2/2020 | 16.94 |
| 11/02/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/2/2020 | 372.50 |
| 11/04/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 11/4/2020 | 30.69 |
| 11/05/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/5/2020 | 186.78 |
| 11/05/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/5/2020 | 16.94 |
| 11/05/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/5/2020 | 726.90 |
| 11/05/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 11/5/2020 | 87.21 |
| 11/06/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jones, James Grant on 11/6/2020 | 99.37 |
| 11/12/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/12/2020 | 65.18 |
| 11/12/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/12/2020 | 204.40 |
| 11/13/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/13/2020 | 260.18 |
| 11/13/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 11/13/2020 | 16.94 |
| 11/13/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/13/2020 | 5.09 |
| 11/13/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/13/2020 | 50.98 |

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| 11/15/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/15/2020 | 16.94 |
| 11/16/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 11/16/2020 | 16.94 |
| 11/16/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/16/2020 | 16.94 |
| 11/17/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/17/2020 | 6.40 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Kamraczewski, Mary Beth on 11/18/2020 | 137.68 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/18/2020 | 93.21 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/18/2020 | 313.83 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/18/2020 | 194.71 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Jacobson, Rob on 11/18/2020 | 33.87 |
| 11/18/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Salloum, Yusuf on 11/18/2020 | 16.94 |
| 11/19/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/19/2020 | 135.32 |
| 11/19/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/19/2020 | 118.55 |
| 11/19/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/19/2020 | 14.43 |
| 11/19/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Kamraczewski, Mary Beth on 11/19/2020 | 23.61 |
| 11/20/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Salloum, Yusuf on 11/20/2020 | 16.94 |
| 11/21/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Sauer, Nikki on 11/21/2020 | 16.92 |
| 11/22/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/22/2020 | 50.81 |
| 11/22/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Argentieri, Nicholas on 11/22/2020 | 67.43 |

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|----------|--|-----------------|
| 11/24/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/24/2020 | 119.97 |
| 11/25/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by McCammon, Alexander on 11/25/2020 | 33.87 |
| 11/30/20 | THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Collins, Lauren on 11/30/2020 | 262.20 |
| | Total | 6,406.16 |

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LexisNexis Research

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|--------------------|--|----------------------|
| 10/01/20 | LEXISNEXIS - LexisNexis Research on 10/1/2020 by Anne Waldron | 178.96 |
| 10/12/20 | LEXISNEXIS - LexisNexis Research on 10/12/2020 by Anne Waldron | 103.31 |
| 10/27/20 | LEXISNEXIS - LexisNexis Research on 10/27/2020 by Anne Waldron | 51.66 |
| 10/28/20 | LEXISNEXIS - LexisNexis Research on 10/28/2020 by Mary Eggert | 1,057.19 |
| 10/29/20 | LEXISNEXIS - LexisNexis Research on 10/29/2020 by Anne Waldron | 127.30 |
| 10/30/20 | LEXISNEXIS - LexisNexis Research on 10/30/2020 by Anne Waldron | 51.66 |
| 11/02/20 | LEXISNEXIS - LexisNexis Research on 11/2/2020 by Anne Waldron | 154.98 |
| 11/02/20 | LEXISNEXIS - LexisNexis Research on 11/2/2020 by Lauren Collins | 372.94 |
| 11/06/20 | LEXISNEXIS - LexisNexis Research on 11/6/2020 by Anne Waldron | 413.28 |
| 11/13/20 | LEXISNEXIS - LexisNexis Research on 11/13/2020 by Anne Waldron | 51.66 |
| 11/18/20 | LEXISNEXIS - LexisNexis Research on 11/18/2020 by Anne Waldron | 878.22 |
| 11/19/20 | LEXISNEXIS - LexisNexis Research on 11/19/2020 by Lauren Collins | 51.66 |
| | Total | 3,492.82 |

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Computer Database Research - Soft

| <u>Date</u> | <u>Description</u> | <u>Amount</u> |
|-----------------------|---------------------------|----------------------|
| 10/01/20 | PACER Usage for 10/2020 | 0.80 |
| 10/01/20 | PACER Usage for 10/2020 | 59.40 |
| 10/01/20 | PACER Usage for 10/2020 | 0.80 |
| 10/01/20 | PACER Usage for 10/2020 | 8.00 |
| 10/01/20 | PACER Usage for 10/2020 | 6.80 |
| 10/01/20 | PACER Usage for 10/2020 | 1.20 |
| 11/01/20 | PACER Usage for 11/2020 | 27.10 |
| 11/01/20 | PACER Usage for 11/2020 | 30.00 |
| 11/01/20 | PACER Usage for 11/2020 | 47.40 |
| 11/01/20 | PACER Usage for 11/2020 | 42.10 |
| 11/01/20 | PACER Usage for 11/2020 | 12.70 |
| 11/01/20 | PACER Usage for 11/2020 | 9.00 |
| 11/01/20 | PACER Usage for 11/2020 | 1.90 |
| 11/01/20 | PACER Usage for 11/2020 | 31.40 |
| | Total | 278.60 |
| TOTAL EXPENSES | | \$ 68,143.96 |

Certificate of Service

I certify that on January 13, 2021, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/Matthew D. Cavanaugh

Matthew D. Cavanaugh